

## ESQUIRE DEPOSITION SERVICES

Page 110		Page 112	
10:53:12	1 behalf if it involved an Ethypharm client?	10:56:39	1 BY MS. ABREU:
	2 A. I don't know who drafted this particular	2	Q. If you could review that.
	3 agreement, frankly.	3	Can we agree, Ms. Joannesse, that that
	4 Q. Okay. Okay.	4	appears to be the same list as the first page of
10:53:26	5 I'd like to also show you the next	10:56:48	5 Exhibit 5?
	6 document.	6	A. Mm-hmm.
	7 MS. ABREU: If we could have it marked	7	Q. Do you see where there is -- do you see
	8 as Exhibit 5.	8	a handwritten --
	9 (Joannesse Deposition Exhibit No. 5	9	A. Yes.
10:53:32	10 was marked for Identification.)	10:56:55	10 Q. -- handwriting on that?
	11 BY MS. ABREU:	11	Do you recognize that handwriting?
	12 Q. If you could take a look at that.	12	A. No.
	13 (Witness reviews document.)	13	Q. Could you please tell us what the
	14 BY MS. ABREU:	14	handwriting says?
10:55:06	15 Q. And I'm going to focus on page 1 and	10:57:06	15 A. Litigation pending.
	16 then I will point you to another --	16	Q. Litigation pending. Okay.
	17 A. Mm-hmm.	17	Does Labor -- or does Ethypharm Spain
	18 Q. -- portion of the document that you can	18	have its own separate legal department?
	19 review more fully. But --	19	A. No.
10:55:14	20 A. Okay.	10:57:17	20 Q. Okay. Was all of the legal work done
	21 Q. -- have you seen page 1 before?	21	out of the legal department in Ethypharm France?
	22 A. No.	22	A. Not all. I mean, they were external
Page 111		Page 113	
10:55:18	1 Q. No.	10:57:25	1 counsel as well.
	2 Do you -- do you know whose file this	2	Q. External counsel.
	3 is?	3	But I mean internal --
	4 A. I would imagine it's something which was	4	A. No, no internal.
10:55:22	5 done by Ethypharm Spain. It's -- it comes --	10:57:29	5 Q. Okay. So that would have been in -- in
	6 Q. What is the language in which it is	6	your department in Ethypharm France --
	7 written?	7	A. Yes.
	8 A. French.	8	Q. -- is that correct?
	9 Q. Okay.	9	A. Yes.
10:55:36	10 A. I recognize.	10:57:37	10 Q. Okay. To your knowledge, who in your
	11 Q. You recognize that it's written in	11	department kept files pertaining to Belmac and
	12 French.	12	Belmac agreements?
	13 Does Mr. de Basilio speak French?	13	A. Me.
	14 A. Yes.	14	Q. You?
10:55:44	15 Q. Fluently?	10:57:45	15 A. Yes.
	16 A. Sufficiently enough to, yes, yes --	16	Q. Okay. Do you recall if this was ever in
	17 Q. Okay. Okay.	17	your files?
	18 A. -- good enough.	18	A. No.
	19 MS. ABREU: I'd like to show you and	19	Q. Okay.
10:55:59	20 have marked as Exhibit 6 a -- that's the 2001 list.	10:57:55	20 A. No, it was not in my file.
	21 (Joannesse Deposition Exhibit No. 6	21	Q. Okay.
	22 was marked for Identification.)	22	A. Not as far as I recall.

29 (Pages 110 to 113)

## ESQUIRE DEPOSITION SERVICES

Page 114		Page 116	
10:58:00	1 Q. Okay. Do you recall any -- whether any	10:59:53	1 (Witness reviews document.)
	2 of the particular agreements listed on this list		2 A. Mm-hmm.
	3 was -- were included in your files?		3 Q. Okay. Can you tell us who -- have you
	4 A. Yes.		4 seen this before?
10:58:08	5 Q. And what were they?	10:59:59	5 A. No.
	6 A. What they were?		6 Q. You have not, okay.
	7 Q. Which -- which of these particular		7 A. No.
	8 agreements were included in your file?		8 Q. Can you tell us what the writing says
	9 A. Well, from the title, I would say the		9 this agreement is?
10:58:19	10 Contrato De Fabricación, Manufacturing Agreement's	11:00:27	10 A. It's a document, which is a declaration
	11 confidentiality. And I'd have to review the		11 regarding the manufacturing of the products
	12 agreement itself (sic) --		12 Omeprazole for Cinfa by Belmac, and this is
	13 Q. Sure.		13 something which is needed for the -- for
	14 A. -- to know whether I had been or not.		14 registration purposes.
10:58:30	15 There are some -- probably I don't have,	11:00:43	15 Q. Okay. And is that consistent with your
	16 which are the last -- those between Belmac for		16 understanding that Belmac had direct contacts and
	17 sure, I don't have.		17 communications with Ethypharm clients?
	18 Q. Between Belmac and --		18 A. Yes.
	19 A. And other companies.		19 Q. Okay. To your knowledge, was there any
10:58:43	20 Q. -- and other parties such as Belmac and	11:00:56	20 equivalent document between Cinfa and Bentley
	21 Zyma?		21 Pharmaceuticals in the United States?
	22 A. Yes.		22 A. I -- I don't know.
Page 115		Page 117	
10:58:46	1 Q. Belmac Pharmaceutical?	11:01:05	1 Q. Okay. You don't know of any?
	2 A. Yes.		2 A. No --
	3 Q. Or Belmac Fournier --		3 Q. Okay.
	4 A. Cinfa.		4 A. -- I don't know of any.
10:58:47	5 Q. Cinfa.	11:01:10	5 Q. Okay. Can you tell us, aside from the
	6 A. All these, I don't have.		6 documents listed here, do you recall any documents
	7 Q. Okay. Do you know who may have had		7 back to page 1 or -- of Exhibit 5 or Exhibit 6, can
	8 those?		8 you tell us any documents that were included in
	9 A. Apparently, Ethypharm Spain had them, I		9 your files that are not listed on this list?
10:58:59	10 guess, I imagine.	11:01:40	10 A. Yes. There are -- well, these are
	11 Q. Do you --		11 probably signed documents. So obviously, there are
	12 A. Because I don't have them, and it's		12 documents which are draft documents which are not
	13 listed on Ethypharm Spain documents so.		13 listed, and that's normal. Otherwise, I can't
	14 Q. Okay. Okay. Could you take a look		14 tell. I don't have all the documents in my head.
10:59:11	15 at -- it's toward the end of this document. It's	11:01:57	15 I know those I had in my file, but if there are
	16 a -- it's a contract between Belmac and Cinfa?		16 more, maybe.
	17 A. Mm-hmm.		17 Q. So you believe there's some draft
	18 Q. Which --		18 documents that are missing?
	19 A. Which I --		19 A. Draft documents, yes. But that may not
10:59:24	20 Q. It is Bates-labeled EP 008157.	11:02:12	20 be the purpose of this file --
	21 A. 5787?		21 Q. Okay.
	22 Q. 8157.		22 A. -- because it seems that everything is

30 (Pages 114 to 117)

## ESQUIRE DEPOSITION SERVICES

Page 118	Page 120
<p>11:02:24 1 signed documents. 2 Q. Sure. 3 Do you recall any signed documents that 4 are missing that -- that were in your file but that 11:02:24 5 are not in this file? 6 A. I tell you I don't have the -- in my 7 heads the list of all the documents that I had 8 filed in my files. So -- 9 Q. Mm-hmm. 11:02:30 10 A. -- I know it dates back three -- more 11 than three years ago. 12 Q. Sure. 13 Before you left Ethypharm, while you 14 were employed at Ethypharm, did you ever destroy 11:02:39 15 any documents in your file? 16 A. No. 17 Q. In your Belmac -- 18 A. No. 19 Q. -- or Bentley file? 11:02:44 20 No? 21 A. No. 22 Q. Okay.</p>	<p>11:03:36 1 Q. Sure. 2 A. -- so. 3 Q. And could you tell us approximately was 4 it a meter? A meter and a half? 11:03:41 5 A. Yeah, several, several boxes. 6 Q. Several boxes? 7 A. Yes. 8 Q. Okay. Do you remember approximately how 9 many boxes? 11:03:51 10 A. Well, two -- two cartons, maybe. It 11 depends because it -- it was classified by year -- 12 Q. Sure. 13 A. -- so -- 14 Q. So two cartons about a meter each? 11:04:02 15 A. Yes, maybe. 16 Q. Okay. 17 A. Maybe it was including all elements 18 until I left. 19 Q. Sure. 11:04:10 20 And out of those two cartons about a 21 meter each, do you recall how many documents named 22 Bentley specifically?</p>
Page 119	Page 121
<p>11:02:44 1 A. I'm not the type of destroying. 2 Q. Sure. 3 At the time you left Ethypharm was that 4 file still there? 11:02:51 5 A. Yes. 6 Q. Okay. 7 A. Yes. 8 Q. Did you have any list of documents 9 that -- or index to that file? 11:02:59 10 A. No, I was not so well organized. I 11 had -- my -- my file was classified, but I just 12 don't remember if I made a list. I received a list 13 once from Spain with the documents they sent me, 14 but they didn't send me everything, but that's all. 11:03:19 15 Q. Do you -- 16 A. So I don't have -- it's not well 17 organized as you may expect it. 18 Q. Sure, sure. 19 Do you recall approximately how big your 11:03:28 20 Belmac-Bentley file was? 21 A. Oh, yes. It's -- it was very big 22 because it was over several, several years --</p>	<p>11:04:22 1 A. There were -- well, probably a big 2 binder. 3 Q. A big binder? 4 A. Yeah. Well, it depends because it's -- 11:04:32 5 you know, it -- it was documents both with Belmac 6 and Bentley. Everything was in the same carton so 7 it was not specific to Bentley. 8 Q. Sure. 9 A. So everything, you know, you could find 11:04:43 10 things on Bentley in the big cartons or not. To 11 tell you, it's the size of one binder of one 12 carton, I can tell, I mean, but it's -- everything 13 is -- was just one file. 14 Q. It was all one file. Right? 11:04:56 15 A. Yes. 16 Q. I understand that. 17 But out of that one file, do you 18 remember approximately how many of those documents 19 named Bentley specifically? 11:05:04 20 A. Frankly speaking. No. 21 Q. No? 22 A. Not.</p>

31 (Pages 118 to 121)

ESQUIRE DEPOSITION SERVICES

1-866-619-3925

e70537fb-d96b-4f----

JT-A-733

## ESQUIRE DEPOSITION SERVICES

Page 122	Page 124
<p>11:05:06 1 Q. Okay. Was it --</p> <p>2 A. It was a draft agreements. You know, in</p> <p>3 the binders, you have several drafts of several</p> <p>4 documents. It would probably be the same,</p> <p>11:05:13 5 different level of preparations, letters. There</p> <p>6 were some exchange of letters that Bentley had --</p> <p>7 Q. Mm-hmm.</p> <p>8 A. -- if you want to speak about Bentley</p> <p>9 specifically.</p> <p>11:05:24 10 Q. Mm-hmm.</p> <p>11 A. You had agreements, which were involving</p> <p>12 Bentley's, draft agreements involving Bentley's.</p> <p>13 So, I mean, it's difficult to say. It's --</p> <p>14 Q. Okay. Would you say the majority of the</p> <p>11:05:34 15 documents in that file were concerning Belmac?</p> <p>16 A. Obviously, yes.</p> <p>17 Q. Okay. Okay. I'd like to show you some</p> <p>18 drafts.</p> <p>19 MS. ABREU: Number 7.</p> <p>11:05:50 20 (Joannesse Deposition Exhibit No. 7</p> <p>21 was marked for Identification.)</p> <p>22 THE WITNESS: Thank you.</p>	<p>11:07:38 1 put in written -- in writing an agreement in</p> <p>2 principal.</p> <p>3 Q. Okay. And when you say "collaboration,"</p> <p>4 do you mean with regard to Omeprazole and the other</p> <p>11:07:48 5 pellet drugs in Spain?</p> <p>6 A. Yes.</p> <p>7 Q. And could you tell us -- could you read</p> <p>8 to us the company's lifted -- listed after it says</p> <p>9 between the undersigned --</p> <p>11:08:01 10 A. Mm-hmm.</p> <p>11 Q. -- could you read that first sentence.</p> <p>12 A. Ethypharm S.A. with corporate domicile</p> <p>13 at Marques de la Ensenada, 16, Madrid, Spain.</p> <p>14 Q. And who represents Ethypharm S.A.</p> <p>11:08:15 15 Madrid, Spain?</p> <p>16 A. Mr. Debréguas.</p> <p>17 Q. Okay. And who is the other party to the</p> <p>18 document if you could read --</p> <p>19 A. Laboratorios Belmac S.A. with corporate</p> <p>11:08:23 20 domicile at Paseo de la Castellana 149, Madrid.</p> <p>21 Q. Okay. And who represents -- could you</p> <p>22 read the line that says below Belmac represented</p>
Page 123	Page 125
<p>11:06:30 1 BY MS. ABREU:</p> <p>2 Q. If you could please let me know when</p> <p>3 you've had a chance to review the document marked</p> <p>4 as Exhibit 7.</p> <p>11:06:40 5 (Witness reviews document.)</p> <p>6 A. Yes.</p> <p>7 Q. Okay. Have you seen this document</p> <p>8 before?</p> <p>9 A. Yes, yes, I have.</p> <p>11:07:09 10 Q. Did you -- were you involved in drafting</p> <p>11 this --</p> <p>12 A. Yes.</p> <p>13 Q. -- document?</p> <p>14 Who asked you to draft this document?</p> <p>11:07:16 15 A. The management: Mr. Debréguas and</p> <p>16 Mr. Leduc.</p> <p>17 Q. Did you draft this by yourself?</p> <p>18 A. Yes.</p> <p>19 Q. And can you tell me what this document</p> <p>11:07:32 20 is?</p> <p>21 A. This is an agreement regarding the</p> <p>22 collaboration between the two companies trying to</p>	<p>11:08:35 1 by?</p> <p>2 A. Represented by its Executive Director:</p> <p>3 Mr. James R. Murphy.</p> <p>4 Q. Okay. And could you tell me,</p> <p>11:08:43 5 Ms. Joannesse, where in that document we can see</p> <p>6 the word "Bentley"?</p> <p>7 A. There is no word of Bentley in this</p> <p>8 document, as you can read.</p> <p>9 Q. Okay. So Bentley is not mentioned in</p> <p>11:08:56 10 that.</p> <p>11 And at this time you agree, would you</p> <p>12 not, that you testified earlier that from the very</p> <p>13 beginning you knew that Mr. Murphy was both -- had</p> <p>14 a role at Laboratorios Belmac and also his role as</p> <p>11:09:14 15 chairman and CEO of Bentley; is that --</p> <p>16 A. Yes.</p> <p>17 Q. -- correct?</p> <p>18 So you knew when you drafted this</p> <p>19 agreement that he also had a position at Bentley</p> <p>11:09:23 20 Pharmaceuticals --</p> <p>21 A. Yes.</p> <p>22 Q. -- is that correct?</p>

32 (Pages 122 to 125)

ESQUIRE DEPOSITION SERVICES  
1-866-619-3925

e70537fb-d96b-4

JT-A-734



## ESQUIRE DEPOSITION SERVICES

Page 126	Page 128
<p>11:09:25 1 A. Yes. 2 It was just as Mr. Debrégeas had both 3 positions with the two companies. 4 Q. Sure, sure. 11:09:31 5 Why is it that you did not list 6 Mr. Murphy's position at Bentley Pharmaceutical on 7 this agreement? 8 A. Because these agreements were between 9 two Spanish companies located in -- in Spain. But 11:09:41 10 that doesn't mean that the parent company were not 11 involved -- 12 Q. Mm-hmm. 13 A. -- in -- in the corporation contained in 14 this. But that's normal that the agreement being 11:09:58 15 signed between the two Spanish company (sic), the 16 people assigned on their own behalf on these two 17 companies. 18 Q. Okay. And would you agree, 19 Ms. Joannesse, that earlier today you told me that 11:10:04 20 there were no legal impediments to adding the name 21 of -- as long as the Spanish subsidiary was listed 22 that there was no legal impediment, to your</p>	<p>11:11:07 1 A. Mm-hmm. 2 Q. -- used to manufacture and control 3 Ethypharm's products that were -- were those 4 machines -- is that -- is it your understanding 11:11:17 5 that these machines refer to the machines you 6 referred to earlier that were installed at the 7 Zaragoza facility. 8 A. Yes. 9 Q. Okay. And is it also your understanding 11:11:28 10 that there were no machines installed in any 11 Bentley facility in the United States -- 12 A. Yes. 13 Q. -- that refers to here? Okay. 14 And why were no machines installed in -- 11:11:43 15 in any Bentley facilities in the United States? 16 A. Because Bentley was not a 17 manufacturer -- 18 Q. Okay. 19 A. -- of the product and the product was to 11:11:51 20 be manufactured in Spain. 21 Q. Do you see under clause three -- 22 A. Mm-hmm.</p>
Page 127	Page 129
<p>11:10:14 1 knowledge, to also listing the parent company in an 2 agreement? 3 A. Yes. But that doesn't mean that it has 4 to be. 11:10:21 5 Q. Okay. 6 A. So you can't -- 7 Q. But there was no legal impediment to 8 that. Correct? 9 A. As far as I know. 11:10:25 10 Q. Okay. 11 A. I may be misunderstanding -- 12 Q. Sure. 13 A. -- or mistaken. 14 Q. Could you please turn to the second page 11:10:43 15 of this agreement. 16 Do you see under clause two where it 17 says that Ethypharm rents Belmac's facilities 18 located in Zaragoza? 19 A. Mm-hmm. 11:11:03 20 Q. Do you see the second paragraph under 21 clause two that mentions machinery and 22 equipments --</p>	<p>11:12:03 1 Q. -- where it mentions that Ethypharm is 2 also renting from Belmac technicians that have been 3 trained locally by Ethypharm? 4 A. Mm-hmm. 11:12:14 5 Q. Does that -- what does the word 6 "locally" refer to? 7 A. Locally it means that they have been 8 trained in the plant. 9 Q. In Zaragoza? 11:12:25 10 A. In Zaragoza. 11 Q. Okay. Do you know who was trained by 12 Ethypharm -- 13 A. No -- 14 Q. -- in Zaragoza? 11:12:30 15 A. -- I don't know the name of -- of the 16 people. 17 Q. Do you know who at Ethypharm trained the 18 Belmac employees in Zaragoza? 19 A. I would imagine Domingo Bernabe and 11:12:39 20 maybe other people coming from France. 21 Q. Okay. Do you know who else from France 22 would have been there with Mr. Bernabe?</p>

33 (Pages 126 to 129)

ESQUIRE DEPOSITION SERVICES  
1-866-619-3925

e70537fb-d96b-46

JT-A-735

## ESQUIRE DEPOSITION SERVICES

Page 130	Page 132
<p>11:12:51 1 A. No. 2 Q. Okay. To your knowledge were any 3 Bentley employees ever trained by Mr. Bernabe? 4 A. I don't know. I don't know. 11:13:01 5 Q. Okay. You don't know of any? 6 A. No, I don't know. 7 Q. Okay. Do you see under clause four 8 where it says that Ethypharm has communicated to 9 Belmac confidential information -- 11:13:20 10 A. Mm-hmm. 11 Q. -- among which, but not limited to, 12 documentation relative to manufacturing processes, 13 quality and analytical procedures? 14 A. Mm-hmm. 11:13:32 15 Q. Do you know to whom Ethypharm 16 communicated the -- such confidential information? 17 A. To whom precisely, not. I mean, it has 18 been done over the years. So I would imagine 19 several people have been involved in it and have 11:13:47 20 received the confidential information. 21 Q. Okay. Would you -- would it have been 22 your practice to have the people who received the</p>	<p>11:14:54 1 don't know to whom specifically -- 2 A. Yes. 3 Q. -- the confidential information was 4 given, but is it your understanding that it was 11:15:01 5 given to people in Zaragoza to Belmac employees in 6 Zaragoza? 7 A. I think it was given -- they were given 8 to people at Bent -- at Belmac for sure. 9 Q. In -- in Spain? 11:15:09 10 A. Zaragoza or Madrid, I don't know. 11 Q. Okay. To your knowledge was any such 12 confidential information given to any employee of 13 Bentley in the United States? 14 A. I don't know. I don't know 11:15:19 15 specifically. 16 Q. Okay. To your knowledge was any such 17 confidential information ever given to Mr. Murphy? 18 A. I don't know. But Mr. Murphy was -- was 19 very aware -- aware of all the problems. So that, 11:15:37 20 I can't tell. 21 Q. But don't know if it was -- 22 A. Yes.</p>
Page 131	Page 133
<p>11:13:57 1 confidential information signed one of the 2 confidentiality agreements that you drafted? 3 A. Normally, there is a general 4 confidentiality agreement to be signed by the 11:14:06 5 company and, in which every employee, and the 6 mother company, and everybody normally is involved. 7 I don't know if it was done at the time 8 that Rimafar, which is the very beginning of the 9 corporation. I know that we had specific 11:14:22 10 confidentiality agreements signed with some of the 11 employees because these employees were very much 12 involved in the manufacturing process. 13 Q. In Zaragoza? 14 A. In Zaragoza. 11:14:35 15 Q. Okay. 16 A. There may be other confidentiality 17 agreements which were signed but I don't recall. 18 Q. Okay. Do you recall any confidentiality 19 agreements being signed by any employees of Bentley 11:14:47 20 in the United States? 21 A. Of Bentley, not. 22 Q. Okay. Do you recall -- I understand you</p>	<p>11:15:41 1 Q. -- specifically -- 2 A. Yes. 3 Q. -- given to him? 4 Was this document marked as Exhibit 11:15:47 5 Seven signed to your knowledge? 6 A. No, it's not signed. 7 Q. And do you know why it wasn't signed? 8 A. Because, like most agreements, you know, 9 you prepare them and they -- they were discussed 11:16:02 10 and finally we didn't reach an agreement or I don't 11 know. Well, you know, it's -- 12 Q. Sure. 13 A. -- difficult to say. 14 Q. Were you involved in the discussions or 11:16:11 15 negotiations of Exhibit 7? 16 A. Well, I -- I did prepare it. 17 Q. Mm-hmm. 18 A. I did review. And if -- I don't know 19 for this specific one if anybody had made any 11:16:22 20 comments on it. But usually when there was 21 comments, I was involved with the comments. But I 22 was not involved with direct negotiation.</p>

34 (Pages 130 to 133)

ESQUIRE DEPOSITION SERVICES

1-866-619-3925

e70537fb-d96b-4

JT-A-736

## ESQUIRE DEPOSITION SERVICES

Page 134		Page 136	
11:16:32	1 Q. Okay. Do you know who was?	11:19:31	1 review Exhibit 8.
	2 A. Well, I would imagine Patrice Debrégeas,	2	(Witness reviews document.)
	3 Gerard Leduc, and Adolfo de Basilio.	3	A. Yes.
	4 Q. And on behalf of Belmac do you know?	4	Q. Okay. Have you seen this document
11:16:41	5 A. Well, besides local people, the general	11:19:39	5 before?
	6 manager at Belmac, Jim Murphy, was involved with	6	A. Not in my file.
	7 all strategy agreements.	7	Q. Not in your file?
	8 Q. Do --	8	A. Mm-hmm.
	9 A. He was aware of it and --	9	Q. But have you seen it outside of your
11:16:55	10 Q. Do you --	11:19:46	10 file?
	11 A. -- he was discussing with	11	A. In the preparation of the -- the
	12 Patrice Debrégeas and Gerard Leduc directly.	12	deposition.
	13 Q. With -- with regard to Exhibit 7?	13	Q. Aside from that, do you recall seeing
	14 A. For this one specifically, I can't tell.	14	it --
11:17:08	15 Q. Okay.	11:19:50	15 A. No.
	16 A. But I know that's -- usually, that was	16	Q. -- before?
	17 the process.	17	A. No.
	18 Q. Okay. And the G -- the general manager	18	Q. Okay. Do you recognize the handwriting
	19 of Belmac?	19	on page 1?
11:17:10	20 A. Yes, the general manager of Belmac as	11:19:56	20 A. No, I don't recognize. It can be
	21 well, obviously.	21	Mr. de Basilio or somebody else.
	22 Q. Okay. So the general manager and the	22	Q. Okay. Do you recall whether you or any
Page 135		Page 137	
11:17:17	1 executive director of Belmac?	11:20:09	1 -- were -- were you involved in negotiations around
	2 A. Yeah. But this one, for this specific	2	this time between Ethypharm and Laboratorios
	3 one, I guess that Jeff -- James Murphy was	3	Belmac?
	4 involved --	4	A. No. In this type of contract, you know,
11:17:23	5 Q. Okay.	11:20:24	5 Fabricación Por Terceros De Productos
	6 A. -- because his name was down, and it's	6	Farmacéuticos, these are very technical contracts
	7 in English.	7	usually, you know. It's not main -- main
	8 Q. Okay. And -- but you don't recall that	8	agreements --
	9 specifically?	9	Q. If I could --
11:17:30	10 A. Specifically, not.	11:20:33	10 A. -- so.
	11 Q. Okay.	11	Q. -- ask, just -- just for clarity of the
	12 The bug is here.	12	record, if you wouldn't mind giving us in English
	13 If I could show you another draft.	13	what Contrato De Fabricación Por Terceros means?
	14 A. Mm-hmm.	14	A. It's a tall manufacturing agreement.
11:18:38	15 MS. ABREU: Okay. I'd like to have that	11:20:46	15 It's a manufacturing agreement for third parties of
	16 marked as the next exhibit, please.	16	pharmaceuticals products.
	17 (Joannesse Deposition Exhibit No. 8	17	Q. Okay. And could you tell us which
	18 was marked for Identification.)	18	companies this is -- this agreement states that
	19 (Witness reviews document.)	19	it's between, this -- this draft?
11:19:26	20 BY MS. ABREU:	11:21:01	20 A. Apparently, it's between Ethypharm S.A.
	21 Q. And again, Ms. Joannesse, if you could	21	And Belmac I would imagine, because the first part
	22 please let me know when you've had a chance to	22	is not -- is not filled in.

35 (Pages 134 to 137)

ESQUIRE DEPOSITION SERVICES

1-866-619-3925

e70537fb-d96b-4

JT-A-737



## ESQUIRE DEPOSITION SERVICES

Page 138	Page 140
<p>11:21:10 1 Q. Okay. Belmac S.A. and Ethypharm S.A.  2 A. Mm-hmm.  3 Q. Do you know whether this refers to  4 Belmac -- Ethypharm S.A. France or Spain?  11:21:18 5 A. I would imagine it's Ethypharm Spain.  6 Q. And would you turn to Annex Two, which I  7 believe states which drugs this agreement pertains  8 to?  9 A. No.  11:21:42 10 Q. Okay.  11 A. There's no Annex Two.  12 Q. It's not attached. Okay.  13 Could you please turn to the first page  14 of the contract that's attached to that, that  11:22:08 15 states what is dated 3/09/1997.  16 A. I just have one document.  17 MS. HIGGINS: Do you want it?  18 MS. ABREU: Oh, did you only give -- is  19 this attached to it? Oh, okay. Yes, please.  11:22:27 20 I apologize.  21 We'll mark as Exhibit 9, okay?  22 It's this one (indicating). It's</p>	<p>11:28:42 1 Ms. Joannesse?  2 A. Uh, this particular one, no. But I  3 recall I have seen this type of document, Contrato  4 De Fabricación, this manufacturing agreements for  11:28:51 5 third parties, but this particular draft -- this  6 particular document, no.  7 Q. Okay. And I presume, then, if you  8 haven't seen them, that you're not involved in  9 drafting it?  11:29:06 10 A. No. And they are in Spanish so you can  11 see.  12 Q. To your knowledge, who would have  13 drafted agreements in Spanish between Ethypharm  14 S.A. and Laboratorios Belmac --  11:29:19 15 A. Um --  16 Q. -- on Ethypharm --  17 A. I believe that they were searching the  18 assistance of Mr. Perez Sendino but I -- I don't  19 know exactly if it's him who drafted this, but I  11:29:28 20 would imagine he did it, or maybe it comes from  21 Belmac. I don't know, otherwise, so.  22 Q. And who is Mr. Sendino?</p>
Page 139	Page 141
<p>11:22:32 1 3/9/97.  2 BY MS. ABREU:  3 Q. And Ms. Joannesse, can you -- to your  4 knowledge was -- have you -- to your knowledge, was  11:23:10 5 Exhibit 8 ever executed?  6 A. I can't tell.  7 Q. Okay. You -- so you don't know?  8 A. No, I don't know.  9 MS. ABREU: I'd like to have this marked  11:25:49 10 as the next exhibit, please.  11 (Joannesse Deposition Exhibit No. 9  12 was marked for Identification.)  13 THE WITNESS: Thank you.  14 MS. ABREU: If I could just check one  11:26:21 15 thing in that before...  16 Thank you.  17 BY MS. ABREU:  18 Q. If you could take some time to review  19 that.  11:27:47 20 (Witness reviews document.)  21 BY MS. ABREU:  22 Q. Have you seen that document before,</p>	<p>11:29:35 1 A. He was the outside counsel.  2 Q. And is that outside counsel of Ethypharm  3 Spain in Madrid?  4 A. Mm-hmm, yes. But this -- this first  11:29:51 5 draft could come from Belmac as well.  6 Q. Okay.  7 A. I mean, I don't know.  8 Q. So would you agree that this is a draft  9 between Ethypharm S.A. and Laboratorios Belmac  11:30:04 10 S. A.?  11 A. Yes, it's the same document as -- as the  12 former one, No. 8.  13 Q. Okay.  14 MS. ABREU: I'd like to mark that as the  11:31:11 15 next exhibit, please.  16 (Joannesse Deposition Exhibit No. 10  17 was marked for Identification.)  18 THE WITNESS: Thank you.  19 (Witness reviews document.)  11:31:59 20 BY MS. ABREU:  21 Q. Have you had a chance to -- to review  22 Exhibit 10?</p>

36 (Pages 138 to 141)

ESQUIRE DEPOSITION SERVICES

1-866-619-3925

e70537fb-d96b-4

JT-A-738



## ESQUIRE DEPOSITION SERVICES

Page 142		Page 144	
11:32:03	1 A. I probably did because I've been copied.	11:34:20	1 Q. -- fully executed.
	2 Q. You've been copied on it, okay.		2 MS. ABREU: I'd like to -- I'd like to
	3 A. Mm-hmm.		3 mark that as the next exhibit for identification,
	4 Q. And could you tell us what it states, if		4 please.
11:32:11	5 you wouldn't mind translating that into English?	11:35:10	5 (Joannesse Deposition Exhibit No. 11
	6 A. Yes.		6 was marked for Identification.)
	7 You will find attached the agreements to		7 (Witness reviews document.)
	8 be signed with Belmac as well as other documents		8 BY MS. ABREU:
	9 which have already been signed today and which		9 Q. Have you seen this document --
11:32:24	10 seems very important to -- which seems important to	11:35:43	10 A. Yes.
	11 us.		11 Q. -- before --
	12 Q. And who is it from?		12 A. Yes.
	13 A. From Adolfo de Basilio.		13 Q. -- Exhibit 11?
	14 Q. And who is it to?		14 A. Yes.
11:32:34	15 A. To Patrice Debrégeas.	11:35:46	15 Q. And could you tell us what it is.
	16 Q. And you mentioned you were copied on it.		16 A. It's a manufacturing agreement.
	17 A. It's addressed to me, yeah.		17 Q. And who was it between?
	18 Q. Okay. Okay. And could you tell us the		18 A. It's between Laboratorios Belmac and
	19 date of that -- of Exhibit 10?		19 Laboratorios Etypharm S.A.
11:32:46	20 A. Twenty-fourth of February 2000.	11:35:58	20 Q. And who represents Laboratorios Belmac
	21 Q. Okay. And would it have been your		21 in the agreement marked as Exhibit 11?
	22 practice to review any documents that were sent --		22 A. Adolfo Herrera.
Page 143		Page 145	
11:32:59	1 that were copied to you?	11:36:05	1 Q. And who represents Etypharm S.A. in the
	2 A. Yes.		2 document marked as Exhibit 11?
	3 Q. Okay. Would it have been your practice		3 A. Adolfo de Basilio.
	4 to review any contracts that may have been attached		4 Q. Were you involved in drafting this
11:33:07	5 to documents sent -- sent to you?	11:36:15	5 agreement?
	6 A. Probably, yes.		6 A. No.
	7 Q. Do you know if there were any -- there		7 Q. Do you know who was?
	8 were ever any executed manufacturing agreements		8 A. Etypharm Spain probably and Belmac, but
	9 between Etypharm Spain and Belmac?		9 I think it was done locally.
11:33:47	10 A. I know of the first one of 1991. It's	11:36:27	10 Q. And when you say Etypharm Spain, does
	11 Rimafar. It was Rimafar so it's not with Belmac.		11 that include Adolfo de Basilio?
	12 Small -- it's probably a small manufacturing		12 A. I imagine so. I imagine he has reviewed
	13 agreements. But a big one, summarizing the whole		13 it for signing it.
	14 corporation -- cooperation between the parties, I		14 Q. Okay. Did you review this document
11:34:05	15 don't recall.	11:36:39	15 before it was signed?
	16 Q. Okay. And just to clarify, the		16 A. I just don't recall. I think probably
	17 agreement with Rimafar was -- I believe it was your		17 I -- I saw it, but this is not the type of document
	18 testimony earlier today that it was not signed in		18 I would have accepted to be signed.
	19 its entirety; is that correct?		19 Q. But you saw it before it was signed?
11:34:17	20 A. Right, correct.	11:36:57	20 A. I can't recall exactly but I -- maybe,
	21 Q. So it wasn't --		21 maybe. And if I -- if I saw it, I probably made
	22 A. No.		22 comments, because I -- I wouldn't have agreed to

37 (Pages 142 to 145)

ESQUIRE DEPOSITION SERVICES  
1-866-619-3925

e70537fb-d96b-4f

JT-A-739

## ESQUIRE DEPOSITION SERVICES

Page 146	Page 148
<p>11:37:09 1 this type of document to be signed.  2 Q. Why not?  3 A. Because it was not reflecting properly  4 the corporation.  11:37:18 5 Q. And what do you mean by that?  6 A. It looks as a manufacturing agreement  7 only, and it's -- it's not sufficiently covering  8 the exact situation between the two companies.  9 We've tried to make other agreements in the past,  11:37:38 10 and this one was more small agreement.  11 Q. Okay. Between -- so -- and when you say  12 between the two companies, between Belmac --  13 A. Yes --  14 Q. -- and Ethypharm?  11:37:47 15 A. -- just the working documents, something  16 which would help the business going on.  17 Q. Were you involved in the negotiation of  18 this agreement?  19 A. No.  11:37:54 20 Q. Do you know who it was?  21 A. Oh, uh, Adolfo -- Adolfo I suppose  22 and -- the two Adolfos.</p>	<p>11:39:21 1 travel to the United States when negotiating this  2 agreement marked as Exhibit 11?  3 A. I can't tell.  4 Q. You don't know?  11:39:27 5 A. No, I don't know.  6 Q. Okay. To your knowledge was the  7 agreement marked as Exhibit 11 negotiated in Spain  8 between the two Adolfos, Mr. Debrégeas and  9 Mr. Herrera?  11:39:41 10 A. As I told you, I believe so, but I can't  11 swear this was the case.  12 Q. Could you please turn to page 2 of that  13 agreement.  14 A. Mm-hmm.  11:39:54 15 Q. Do you recognize the signature below  16 Ethypharm S.A.?  17 A. Yes.  18 Q. And whose signature is that?  19 A. Adolfo de Basilio.  11:40:03 20 Q. Okay. Do you recognize the signature on  21 behalf of Belmac S.A.?  22 A. No, I don't recognize the signature.</p>
Page 147	Page 149
<p>11:38:01 1 Q. The two Adolfos.  2 So just to clarify for the record, do  3 you mean by the two Adolfos, Mr. de Basilio and  4 Mr. Herrera?  11:38:11 5 A. Mr. Herrera, yes.  6 Q. Okay. To your knowledge was  7 Mr. de Basilio directed by anyone at Ethypharm to  8 enter into and negotiate this agreement?  9 A. That's a question you have to ask  11:38:27 10 Mr. de Basilio because I can't answer for him.  11 Q. But to your knowledge.  12 A. Well, there was a general manager at the  13 time. There was Pierre Germain, at the time, who  14 was directing the Ethypharm S.A. France company.  11:38:43 15 There was also Gerard Leduc and Patrice Debrégeas  16 so.  17 Q. Who did Mr. De Basilio report to at the  18 time?  19 A. I think Pierre Germain.  11:38:57 20 Q. And who did Mr. Germain report to?  21 A. Patrice Debrégeas and Gerard Leduc.  22 Q. Are you -- to your knowledge, did anyone</p>	<p>11:40:11 1 Q. Do you have any reason to believe that  2 that is not Mr. Herrera's signature?  3 A. I have no reason to believe it is not  4 his signature.  11:40:18 5 Q. Okay. But you agree, do you not, that  6 it states -- page 1 states that Mr. Herrera is  7 representing Belmac in this agreement?  8 A. Yes, that's what is written.  9 Q. Okay. Could you please tell me,  11:40:29 10 Ms. Joannesse, where in this agreement there is a  11 reference to Bentley Pharmaceuticals?  12 A. There is no reference to Bentley  13 Pharmaceuticals.  14 Q. Could you please tell me, Ms. Joannesse,  11:40:40 15 where in this agreement there is a reference to  16 Mr. Jim Murphy?  17 A. There is no reference to Mr. Jim Murphy.  18 Q. Did you, personally, around -- in or  19 around March of 2000 when this agreement was signed  11:41:04 20 after you saw it, did you ever ask anyone at  21 Bentley to join Belmac as a signatory to this  22 agreement?</p>

38 (Pages 146 to 149)

## ESQUIRE DEPOSITION SERVICES

Page 150	Page 152
<p>11:41:13 1 A. No. 2 Q. Okay. To your knowledge, did anyone 3 else at Ethypharm ever ask in or around March of 4 2000 ever ask anyone at Bentley to join 11:41:23 5 Laboratorios Belmac -- 6 A. I don't know. 7 Q. -- as a signatory to Exhibit 11? 8 A. I don't know. 9 Q. Okay. So you don't -- you haven't heard 11:41:32 10 of anyone -- 11 A. No. 12 Q. -- who did that? Okay. 13 Could you please turn to page 2 of the 14 documented marked as Exhibit 11. 11:41:53 15 Do you see a clause F? 16 A. Mm-hmm. 17 Q. Could you please -- and we would rely on 18 your language abilities, if you wouldn't mind 19 reading that into the record in English. 11:42:05 20 A. F, you mean. Right? 21 Q. F. 22 A. It means that the parties renounced,</p>	<p>11:43:37 1 A. It's not anymore. 2 Q. It's not. 3 Do you recall how it ended? 4 A. Yes. 11:43:40 5 Q. And how was that? 6 A. There was a termination letter, which 7 was sent to both this agreement and another 8 agreement, which is directly related to this one, 9 which is a purchase agreement commitment by Belmac 11:43:55 10 from Rimafar. And both agreements were terminated. 11 They were signed the same day and they were 12 terminated the same day. It was in November 2001. 13 Q. Okay. Do you recall who that letter was 14 from? 11:44:12 15 A. Yes. From Belmac. 16 Q. And do you recall who at Belmac? 17 A. I think that Adolfo Herrera signed. 18 Q. Okay. And we'll have that for you in 19 one minute. 11:44:26 20 If I could just have you turn to the 21 annex of the agreement marked as Exhibit 11. 22 A. Mm-hmm.</p>
Page 151	Page 153
<p>11:42:22 1 expressly renounced, to the court that -- come to 2 them and agreed that the courts of Madrid will 3 be -- will be those which -- to which we -- the 4 parties will refer in case of litigation between 11:42:42 5 them that cannot be resolved in an amicably way. 6 Q. Okay. After you saw this agreement 7 before it was signed did you ever suggest to 8 Mr. de Basilio that he include that the courts of 9 the United States should have jurisdiction over 11:43:01 10 disputes concerning the agreement marked as 11 Exhibit 11? 12 A. No. 13 Q. To your knowledge, did anyone else at 14 Ethypharm ever suggest to Mr. Basilio -- de 11:43:16 15 Basilio, before he signed this agreement, that he 16 should also include that the courts of the United 17 States would have jurisdiction over any disputes 18 concerning the agreement marked as Exhibit 11? 19 A. I don't know if anyone suggested that to 11:43:26 20 him. 21 Q. Okay. Do you know whether this 22 agreement is still in effect?</p>	<p>11:44:32 1 Q. And tell us which pharmaceutical product 2 this agreement concerns. 3 A. It concerns Omeprazole. 4 Q. Thank you. 11:45:18 5 MS. ABREU: If I could have that 6 document marked as Exhibit 12, please. 7 (Joannesse Deposition Exhibit No. 12 8 was marked for Identification.) 9 THE WITNESS: Thank you. 11:45:33 10 (Witness reviews document.) 11 BY MS. ABREU: 12 Q. Have you had a chance to review 13 exhibit -- the document marked as Exhibit 12? 14 A. Yes. 11:46:21 15 Q. And is that -- have you seen that 16 document before? 17 A. Yes. 18 Q. And is that the document you referred to 19 when you stated that the manufacturing agreement 11:46:33 20 marked as Exhibit 11 was terminated? 21 A. Yes. 22 Q. Okay. Could you tell us the date on the</p>

39 (Pages 150 to 153)

ESQUIRE DEPOSITION SERVICES  
1-866-619-3925

e70537fb-d96b-4

JT-A-741



## ESQUIRE DEPOSITION SERVICES

Page 154	Page 156
<p>11:46:39 1 document marked as Exhibit 12?</p> <p>2 A. Yes. Fourteenth of November 2001.</p> <p>3 Q. And could you please tell us who -- who</p> <p>4 exhibit -- who this letter is from.</p> <p>11:46:52 5 A. Belmac -- Laboratorios Belmac.</p> <p>6 Q. And who is representing Laboratorios</p> <p>7 Belmac?</p> <p>8 A. Adolfo Herrera.</p> <p>9 Q. Okay. And who is -- is Exhibit 12 sent</p> <p>11:47:02 10 to?</p> <p>11 A. Laboratorios Ethypharm S.A.,</p> <p>12 Adolfo de Basilio.</p> <p>13 Q. Thank you.</p> <p>14 And could you please read into the</p> <p>11:47:16 15 record paragraph 1 of that --</p> <p>16 A. This one?</p> <p>17 Q. -- letter.</p> <p>18 Yes, please.</p> <p>19 A. We -- we sent this letter as counterpart</p> <p>11:47:36 20 to the manufacturing agreement of microgranules of</p> <p>21 Omeprazole, dated or signed on the 23rd of</p> <p>22 March 2000.</p>	<p>11:48:49 1 Q. Okay. Prior to seeing this letter were</p> <p>2 you aware that the contract marked as Exhibit 11</p> <p>3 was about to be terminated?</p> <p>4 A. No.</p> <p>11:48:59 5 Q. Was this the first time you found out?</p> <p>6 A. Yes.</p> <p>7 Q. Can you tell us what this stationery, on</p> <p>8 what stationery the letter marked as Exhibit 12 is</p> <p>9 on?</p> <p>11:49:17 10 A. It's on Laboratorios Belmac stationery.</p> <p>11 Q. Thank you.</p> <p>12 Did anyone ever explain to you why this</p> <p>13 agreement was terminated by Mr. Herrera?</p> <p>14 A. Because -- well, this, at the time, that</p> <p>11:49:47 15 they -- they had their own patent and their own</p> <p>16 formulation of Omeprazole.</p> <p>17 Q. And just to clarify for the record, I --</p> <p>18 when you say "they," who do you mean?</p> <p>19 A. Well, Belmac Bentley, both, because</p> <p>11:50:01 20 they -- Bentley had mentioned also they had patents</p> <p>21 on Omeprazole. So it was -- they were talking --</p> <p>22 they were talking about the two companies at the</p>
Page 155	Page 157
<p>11:47:59 1 Q. And could you please read into the</p> <p>2 record the last paragraph -- the third paragraph of</p> <p>3 that letter.</p> <p>4 A. As a consequence, we inform you that</p> <p>11:48:09 5 from this date we consider as terminated in all its</p> <p>6 effects the manufacturing agreement that is</p> <p>7 mentioned herein above.</p> <p>8 Q. Okay. How is it that you came to see</p> <p>9 this letter?</p> <p>11:48:26 10 A. Because it was the end of an agreement.</p> <p>11 Q. Okay. Who -- who sent this letter to</p> <p>12 you?</p> <p>13 A. Adolfo de Basilio.</p> <p>14 Q. Okay. He forwarded it to you?</p> <p>11:48:37 15 A. Yes.</p> <p>16 Q. And do you know --</p> <p>17 A. It was me or to Mr. Debrégeas, Gerard</p> <p>18 Leduc. So it was sent to me afterwards.</p> <p>19 Q. Okay. And was it in or around</p> <p>11:48:44 20 November 14th of 2001 when you first saw this</p> <p>21 letter?</p> <p>22 A. Yes.</p>	<p>11:50:10 1 same time.</p> <p>2 Q. Have you ever seen a patent for</p> <p>3 Omeprazole in Spain under the name of Bentley?</p> <p>4 A. No. But there was a publication that --</p> <p>11:50:19 5 made by Bentley stating they had taken four new</p> <p>6 patents on Omeprazole, and I think it's</p> <p>7 Lanzoprazole as well.</p> <p>8 Q. And is that a press release in the</p> <p>9 United States?</p> <p>11:50:30 10 A. It is a press release --</p> <p>11 Q. Okay.</p> <p>12 A. -- yes.</p> <p>13 I don't recall exactly what type of</p> <p>14 press release it was. It was a press release by</p> <p>11:50:36 15 Bentley.</p> <p>16 Q. Uh-huh. And are you aware of -- that</p> <p>17 under United States law the SEC requires a parent</p> <p>18 company to also report on the activities of its</p> <p>19 subsidiaries in public statements?</p> <p>11:50:52 20 A. Probably. But, I mean --</p> <p>21 Q. Well, okay.</p> <p>22 Back to the patents. Do you know that</p>

40 (Pages 154 to 157)

ESQUIRE DEPOSITION SERVICES

1-866-619-3925

e70537fb-d96b-

JT-A-742

## ESQUIRE DEPOSITION SERVICES

Page 158	Page 160
<p>11:50:58 1 Laboratorios Belmac had patents for Omeprazole in 2 Spain? 3 MR. GRACE: Objection. 4 Do you mean had patents pending or had 11:51:06 5 patents? 6 MS. ABREU: Or had patents, either -- 7 either issued patents or pending patents. 8 THE WITNESS: Well, it was probably 9 pending patents because we asked Laboratorios 11:51:16 10 Belmac to show us that this formulation was 11 different from what we had, and they -- they 12 refused to show it to us. 13 We asked them to show us and the 14 confidentiality, obviously, because we wanted to 11:51:35 15 secure that they were not using our formulation for 16 continuing manufacturing of Omeprazole, and they 17 refused. 18 And when I left the company, I don't 19 recall that the patent -- the patents were -- were 11:51:55 20 issued, but I don't recall. 21 BY MS. ABREU: 22 Q. Okay. So just to help me understand</p>	<p>11:52:58 1 it, but the basic formulation is the same. 2 Q. Okay. And is there anything else that 3 you knew about why this agreement was terminated 4 that you have not yet -- we have not yet discussed? 11:53:16 5 A. No. That's -- no. We also had an 6 aqueous formulation, and it was a -- a change of 7 formulation that there was no reason for 8 terminating this agreement from the part of 9 Ethypharm at least. 11:53:34 10 So Belmac terminated and I tell you the 11 reasons I know, which are that they said they 12 wanted to -- to manufacture their own formulation. 13 Q. And when you say they say, is that 14 something that Mr. Herrera said? 11:53:53 15 A. Yes. 16 Q. Okay. And to your knowledge, the 17 document marked as Exhibit 11, the manufacturing 18 agreement, does that refer to the organic 19 formulation of Omeprazole or the aqueous 11:54:08 20 formulation that you mentioned you also had? 21 A. Organic. 22 Q. Organic, okay.</p>
Page 159	Page 161
<p>11:52:02 1 your testimony, did you want to see the Belmac 2 patent application to ensure that they were not 3 using -- 4 A. Yes. 11:52:11 5 Q. -- Ethypharm's formulation -- 6 A. Right. 7 Q. -- in that patent application? 8 A. Right. 9 Q. Okay. And when you say Ethypharm's 11:52:14 10 formulation, is that the same formulation involved 11 in the patent infringement suit in Spain? 12 A. Yes. There is the -- the -- it's the 13 same formulation. The one which what -- with which 14 the product commercialized was effectively 11:52:32 15 manufactured. 16 Q. Okay. And is the formulation that is 17 involved in the patent infringement suit in Spain 18 the formulation for which Ethypharm has a patent? 19 A. The formulation in the patent has been 11:52:55 20 improved over the years. 21 Q. Mm-hmm. 22 A. So there may be slight improvement in</p>	<p>11:54:14 1 So the termination that the -- of the 2 document marked as Exhibit 12, which terminates the 3 document marked as Exhibit 11, also refers to the 4 organic -- 11:54:21 5 A. Yes. 6 Q. -- formulation? 7 A. They had no rights to manufacture the 8 aqueous formulation. 9 Q. Okay. To your knowledge, did Ethypharm 11:54:29 10 ever give any information to anyone at Belmac about 11 the aqueous formulation? 12 A. Yes. There were some sample -- samples, 13 and there is a confidentiality agreement, which was 14 signed in this respect. 11:54:38 15 Q. Okay. And while we're looking for the 16 next document, Ms. Joannesse, after you saw 17 Exhibit 12, the letter terminating that contract, 18 did you -- did you follow up on that at all? 19 Did you do anything in response to 11:55:29 20 that -- 21 A. Yes. 22 Q. Well, what did you do?</p>

41 (Pages 158 to 161)

## ESQUIRE DEPOSITION SERVICES

Page 162	Page 164
<p>11:55:33 1 A. We tried to consider the consequences of 2 this letter of termination for the business, 3 because Ethypharm still had customers supplied from 4 the Belmac factory and also Belmac was buying lots 11:55:50 5 of Omeprazole granules from Ethypharm under the 6 Purchase Agreement that you are going to show me -- 7 Q. Mm-hmm. 8 A. -- the next exhibit. 9 Q. Okay. 11:56:01 10 (Laughter.) 11 Q. You're good. 12 (Laughter.) 13 Q. So -- so then were you involved then in 14 trying to negotiate the fulfillment of these 11:56:15 15 orders? 16 A. Yes -- 17 Q. Okay. 18 A. -- yes. 19 Q. Okay. So let's show you that and then 11:56:17 20 we'll follow up on that, okay? 21 MS. ABREU: If I could please have this 22 document marked as Exhibit 13.</p>	<p>11:58:05 1 but I don't recall this one. 2 Q. Okay. Can you tell us who or what this 3 document is? 4 A. Yes. It's a letter, commitment -- 11:58:23 5 commitment letter to purchase products. 6 Q. And which products does it refer to? 7 A. It refers to Omeprazole. 8 Q. And who is this commitment between, 9 which companies? 11:58:35 10 A. Laboratorios Belmac S.A. and 11 Laboratorios Ethypharm S.A. represented by Adolfo 12 Herrera and represented by Adolfo de Basilio. 13 Q. Thank you. 14 To your knowledge, did anyone -- did 11:58:52 15 either you or anyone at Ethypharm ever suggest to 16 Mr. de Basilio to also include Bentley 17 Pharmaceuticals as a signatory to the document 18 marked Exhibit 13? 19 A. No. 11:59:05 20 Q. And do you recall earlier today that it 21 was -- that you stated it was your understanding 22 that there were no legal prohibitions from</p>
Page 163	Page 165
<p>11:56:34 1 (Joannesse Deposition Exhibit No. 13 2 was marked for Identification.) 3 THE WITNESS: Thank you. 4 (Witness reviews document.) 11:57:30 5 BY MS. ABREU: 6 Q. Have you seen Exhibit 13 before? 7 A. Yes. 8 Q. And when was the first time you saw 9 Exhibit 13? 11:57:36 10 A. At the same time as the Exhibit 12, yes, 11 contract -- no, 12 -- 11. 12 Q. Okay. So in or around March 23rd of 13 2000? 14 A. Mm-hmm. 11:57:49 15 Q. Did you see Exhibit 13 before it was 16 signed by Mr. de Basilio? 17 A. No. 18 Q. Okay. 19 A. I don't recall. I don't recall. 11:57:59 20 Q. You don't recall? 21 A. Yeah. I prefer to say I don't recall 22 because, you know, we've seen so many documents,</p>	<p>11:59:15 1 including a parent company along with a subsidiary 2 in -- in draft agreements? 3 MR. GRACE: Objection to the extent it 4 misstates prior testimony. 11:59:23 5 BY MS. ABREU: 6 Q. You can answer the question. 7 A. Yes, as I told you, as far as I know. 8 Q. Okay. And as far as you know would 9 there have been any legal prohibitions then to 11:59:33 10 include Bentley Pharmaceuticals as well as Belmac 11 as a signatory to Exhibit 13? 12 A. No. 13 MR. GRACE: Objection. Vague and overly 14 general. 11:59:44 15 BY MS. ABREU: 16 Q. You can answer the question. 17 A. No, not as far as I know. But I'd like 18 to say that these type of agreements are really 19 working documents -- 11:59:52 20 Q. Mm-hmm. 21 A. -- for the daily business. 22 So actually it's normal that they are</p>

42 (Pages 162 to 165)

ESQUIRE DEPOSITION SERVICES

1-866-619-3925

e70537fb-d96b-

JT-A-744



## ESQUIRE DEPOSITION SERVICES

Page 166		Page 168	
11:59:58	1 between the two Spanish companies because it's in 2 relation with the daily business and more in the 3 strategy -- strategy of the corporation. 4 Q. And is it your knowledge, then, that the 12:00:11 5 day-to-day business was conducted between the two 6 Spanish companies pertaining to Omeprazole? 7 A. Yes, that's my understanding. 8 Q. And is it -- do you have the same 9 understanding that the day-to-day business was also 12:00:22 10 conducted between the two Spanish companies with 11 regard to the other pellet drugs? 12 A. Yes. 13 Q. Okay. 14 MS. ABREU: And then I would like to 12:00:42 15 have this document marked as the next exhibit, 16 please. 17 (Joannesse Deposition Exhibit No. 14 18 was marked for Identification.) 19 THE WITNESS: Thank you. 12:01:05 20 (Witness reviews document.) 21 BY MS. ABREU: 22 Q. Ms. Joannesse, have you seen the	12:02:10	1 A. Yes. Laboratorios Belmac S.A. 2 Q. Okay. And could you please read us the 3 first paragraph and the last paragraph of that 4 letter. 12:02:21 5 A. We address ourself as the party to the 6 letter of commitment to purchase, which has been 7 signed on the 23rd of March 2000. 8 And the last paragraph, As a 9 consequence, we inform you that from this day that 12:02:38 10 you should consider us terminating all the effects 11 of this commitment to purchase. 12 Q. Do you recall when was the first time 13 that you saw this letter? 14 A. Yes. At the same time as the 12:02:50 15 termination letter of the manufacturing agreement. 16 Q. Okay. Do you recall how you came to see 17 that letter? 18 A. What do you mean by how I came to see? 19 Q. Who showed it to you? 12:03:04 20 A. No, I don't remember who showed it to 21 me, but it was sent to the mother company, to 22 Ethypharm France.
Page 167		Page 169	
12:01:19	1 document marked as Exhibit 14 before? 2 A. Yes. 3 Q. Could you please tell us what that 4 document is. 12:01:27 5 A. It's a termination letter of the letter 6 committing to purchase product. 7 Q. Okay. So is this, then, the termination 8 letter terminating the document marked as 9 Exhibit 13? 12:01:39 10 A. Right. 11 Q. And could you tell us what the date on 12 that letter is? 13 A. Fourteenth of November 2001. 14 Q. And could you tell us who it's from? 12:01:48 15 A. It's from Laboratorios Belmac. 16 Q. Signed by whom? 17 A. Adolfo Herrera Málaga. 18 Q. And who is it to? 19 A. Laboratorios Ethypharm S.A., Doctor 12:01:57 20 Adolfo de Basilio. 21 Q. And could you tell us the stationery on 22 which Exhibit 14 is written?	12:03:14	1 Q. Okay. Did anyone ever explain why 2 Mr. Herrera sent Mr. de Basilio the document marked 3 as Exhibit 14? 4 A. I think the reasons are the same as for 12:03:26 5 the termination of the manufacturing contract, 6 because the two contracts were related together. 7 So I suppose that they didn't -- they considered 8 that they didn't need to purchase any more 9 Omeprazole from -- from Ethypharm because they had 10 their own formulation. 11 Q. Because Belmac had its own formulation? 12 A. Yes. 13 Q. Is that the same formulation that Belmac 14 was seeking patents in -- in Spain for? 12:03:50 15 A. I don't know. I haven't seen their 16 formulation -- 17 Q. Okay. 18 A. -- so. 19 Q. But, to your knowledge, is that what 12:03:55 20 Mr. Herrera told the other people at Ethypharm? 21 A. Yes. 22 Q. Okay. Do you -- after you saw this

43 (Pages 166 to 169)

ESQUIRE DEPOSITION SERVICES  
1-866-619-3925

e70537fb-d96b-4

JT-A-745

## ESQUIRE DEPOSITION SERVICES

Page 170	Page 172
<p>12:04:05 1 document and received the termination -- and again, 2 I'm referring to the document marked as Exhibit 3 14 -- did you follow up on this issue at all? 4 A. Yes, I did.</p> <p>12:04:15 5 Q. And what did you do? 6 A. Again, the same as for the manufacturing 7 agreement, considering what would be the 8 consequences of these termination letters. 9 Q. And what were those consequences?</p> <p>12:04:34 10 A. Well, just exactly, if effectively, 11 Belmac would have a new product on the market after 12 termination of the relationship with Ethypharm. 13 Q. And when you say "new product," do you 14 mean Omeprazole?</p> <p>12:04:52 15 A. Yes. A new formulation, their 16 formulation of Omeprazole. 17 Q. Okay. And what did you find? 18 A. I think that is within the infringement 19 action, so I don't know if I can tell.</p> <p>12:05:03 20 Q. Okay. What is it? 21 MR. GRACE: Yeah, if this concerns your 22 things that you -- that investigations that you</p>	<p>12:05:41 1 MR. GRACE: Objection. 2 BY MS. ABREU: 3 Q. You can answer the question. 4 A. Can -- can you just specify your 12:05:46 5 question a little bit? 6 Q. Sure. 7 You mentioned that you considered the 8 consequences of the termination of these letters -- 9 A. Mm-hmm.</p> <p>12:05:53 10 Q. -- and one of the matters that you 11 looked into was the formulation that Belmac was 12 going to use -- 13 A. Mm-hmm. 14 Q. -- to continue to manufacture 12:06:04 15 Omeprazole. 16 A. Mm-hmm. 17 Q. And my question is: Is it your 18 understanding that that is the same formulation 19 that is involved in the patent infringement action 12:06:13 20 in Spain between Ethypharm and Belmac? 21 A. I would think so, yes. 22 Q. Okay.</p>
Page 171	Page 173
<p>12:05:14 1 conducted -- 2 THE WITNESS: Mm-hmm. 3 MR. GRACE: -- in connection with the 4 Spanish infringement action --</p> <p>12:05:19 5 THE WITNESS: Yes. 6 MR. GRACE: -- then I rather you not 7 going into it here. 8 THE WITNESS: Yeah. 9 MR. GRACE: Okay?</p> <p>12:05:25 10 THE WITNESS: Okay. 11 That's what I think as well. That's why 12 I answered like this. 13 MR. GRACE: Sure. 14 BY MS. ABREU:</p> <p>12:05:30 15 Q. Sure. 16 But as far as -- as -- as you are aware 17 then, the new formulation is involved in a patent 18 infringement action in Spain, the one that -- 19 that -- that you investigated; is that correct?</p> <p>12:05:38 20 MR. GRACE: Objection. 21 BY MS. ABREU: 22 Q. Without telling me what it is.</p>	<p>12:06:22 1 MS. ABREU: I think this is a good time 2 for us to take a little break. 3 THE VIDEOGRAPHER: The time is 12:06:08 4 Off the record.</p> <p>12:06:30 5 (Whereupon, at 12:06 p.m., a recess was 6 taken, and the proceedings resumed at 12:21:51 p.m., 7 this same day.) 8 THE VIDEOGRAPHER: On the record. 9 The time is 12:21:51.</p> <p>12:22:11 10 BY MS. ABREU: 11 Q. Good afternoon, Ms. Joannesse. 12 I have a few questions before we break 13 for lunch today. 14 MS. ABREU: And I'd like to have a 12:22:24 15 document marked as Exhibit 15. 16 (Joannesse Deposition Exhibit No. 15 17 was marked for Identification.) 18 THE WITNESS: Thank you. 19 BY MS. ABREU:</p> <p>12:23:02 20 Q. Have you had a chance to review that 21 document? 22 A. Mm-hmm.</p>

44 (Pages 170 to 173)

## ESQUIRE DEPOSITION SERVICES

Page 174		Page 176	
12:23:15	1 Q. Have you seen it before?	12:25:08	1 A. No.
	2 A. Yes.		2 Q. Okay. And do you recall whether
	3 Q. And what is it?		3 Ethypharm ever gave any intellectual property or
	4 A. It's a small manufacturing agreement on		4 any information concerning Indometacina to
12:23:18	5 Indometacina Microgranules.	12:25:25	5 Laboratorios Belmac?
	6 Q. And when was the first time you saw this		6 A. Well, for the manufacturer of the
	7 manufacturing agreement marked as Exhibit 15?		7 product, Laboratorios Belmac got the manufacturing
	8 A. Probably when I started collecting all		8 files, the process, and with the formula.
	9 the agreements between the two companies. In 2002,		9 Q. Do you recall who at Laboratorios Belmac
12:23:35	10 something like that.	12:25:41	10 got that file and -- and formula?
	11 Q. Okay. And can you tell us what the		11 A. I don't know who got that -- Belmac
	12 agreements says, which companies are parties to		12 itself. Again, most probably, someone at the plant
	13 this agreement?		13 or the general manager.
	14 A. Yes.		14 Q. At the plant in Zaragoza or the
12:23:50	15 Ethypharm S.A. Madrid represented by	12:25:59	15 general --
	16 Adolfo de Basilio and Laboratorios Belmac Madrid		16 A. Yes.
	17 represented by Adolfo Herrera.		17 Q. -- manager of Belmac?
	18 Q. Okay. Could you please tell us where in		18 A. Yeah.
	19 this document there is a reference to Bentley		19 Q. Okay. To your knowledge were -- were
12:24:03	20 Pharmaceuticals?	12:25:59	20 those files regarding the manufacture of
	21 A. There is no reference to Bentley		21 Inometacina ever given to anyone at Bentley in the
	22 Pharmaceuticals in this document.		22 United States?
Page 175		Page 177	
12:24:10	1 Q. Okay. Did you review this document	12:26:07	1 A. I don't know.
	2 before it was signed?		2 Q. Would you please turn to the page
	3 A. No. This, again, is a small working		3 numbered EP 008101.
	4 docket -- document to -- from the manufacturing --		4 A. Mm-hmm.
12:24:20	5 Q. Do you know who drafted it?	12:26:25	5 Q. That's the page with the signatures
	6 MR. GRACE: Excuse me. Let her -- let		6 at --
	7 her finish.		7 A. Mm-hmm.
	8 THE WITNESS: So it's a small -- I was		8 Q. -- the bottom.
	9 saying it's a small working document manufacturing		9 Can you tell us the date of that
12:24:27	10 agreement between the two Spanish companies, as it	12:26:31	10 agreement?
	11 is Spanish. I imagine it was drafted in Spanish in		11 A. It seems to be 23rd of March 2000.
	12 Spain, but I don't know who drafted it. It can be		12 Q. Okay. Do you see under article three --
	13 Belmac or anybody charged by this by Ethypharm		13 A. Mm-hmm.
	14 Spain.		14 Q. -- that would be the fifth paragraph
12:24:45	15 BY MS. ABREU:	12:26:46	15 down --
	16 Q. Okay. And you would agree, would you		16 A. Mm-hmm.
	17 not, that this is a manufacturing agreement		17 Q. -- the paragraph that starts with El
	18 concerning the drug Indometacina?		18 presente contrato.
	19 A. Yes.		19 A. Mm-hmm.
12:24:54	20 Q. Okay. And can you tell us whether there	12:26:53	20 Q. Could you please read us what that
	21 is any reference to Mr. Jim Murphy anywhere in this		21 paragraph says?
	22 document?.		22 A. The present agreement is -- is submitted

45 (Pages 174 to 177)

ESQUIRE DEPOSITION SERVICES  
1-866-619-3925

e70537fb-d96b--

JT-A-747



## ESQUIRE DEPOSITION SERVICES

Page 178	Page 180
<p>12:27:00 1 to Spanish law and any litigation in relation to 2 this agreement will be -- will be submitted to the 3 Spanish court. 4 Q. Okay. Do you recall having ever advised 12:27:18 5 Mr. de Basilio that he should also include courts 6 of the United States has having jurisdictions over 7 any agreements between Ethypharm S.A., Madrid, and 8 Laboratorios Belmac in Spain? 9 A. No. 12:27:35 10 Q. Okay. Do you recall -- to your 11 knowledge, did anyone else at Ethypharm ever 12 suggest to Mr. De Basilio that he should a clause 13 submitting any contracts between Ethypharm S.A. 14 Spain and Belmac S.A. Spain to jurisdiction of the 12:27:55 15 courts of the United States? 16 A. I don't know because I know not. 17 Q. Okay. To your knowledge is this 18 manufacturing contract marked as Exhibit 15 still 19 enforced? 12:28:16 20 A. In fact, I don't know. I haven't seen 21 any termination letter for this one. So it depends 22 on the terms, I mean, on the duration. It's</p>	<p>12:30:23 1 (Joannesse Deposition Exhibit Nos. 16 2 through 18 were marked for 3 Identification.) 4 THE WITNESS: Thank you. 12:31:03 5 BY MS. ABREU: 6 Q. And Ms. Joannesse, if you could please 7 take your time to review those exhibits. 8 And just to make sure we're talking 9 about the same documents, which document do you 12:31:15 10 have -- could you tell me the drug to which 11 Exhibits 16 refers to? 12 A. Sixteen is Vincamina -- Vincamine. 13 Q. Okay. And 17? 14 A. Seventeen is Aspirina. 12:31:31 15 Q. And 18? 16 A. Piroxicam. 17 Q. And have you seen Exhibits 16, 17, and 18 18 before? 19 A. The same contract as for Indometacina. 12:31:43 20 They were all done probably together at the same 21 time. 22 Q. Okay. So it's the same contract as --</p>
Page 179	Page 181
<p>12:28:26 1 probably -- I haven't seen any office -- any 2 official termination letter like for the Omeprazole 3 for this contract before I left the company in 4 2003. 12:28:42 5 Q. Okay. Had you ever heard from anyone 6 that this particular document marked as Exhibit 15 7 had been terminated? 8 A. No. 9 Q. All right. Do you recall ever 12:29:00 10 suggesting to Mr. de Basilio or to anyone else at 11 Ethypharm that they should include Bentley 12 Pharmaceuticals as the signatory to any agreements 13 with -- alongside Laboratorios Belmac, including 14 the agreement marked as Exhibit 15? 12:29:16 15 A. No. 16 Q. I'd like to show you another document. 17 A. Mm-hmm. 18 Q. I'd like to show you another three 19 documents, actually. 12:30:20 20 MS. ABREU: If I could have those 21 documents marked as the next three exhibits, 22 please.</p>	<p>12:31:49 1 A. Yeah. 2 Q. -- Exhibit 15? 3 A. Yes. 4 Q. Okay. The same language, the same -- 12:31:55 5 A. The same language, the same, exactly. 6 Everything is the same, that were small contracts. 7 And I haven't seen any determination for 8 these, but the production of these products where 9 almost terminated or reduced at different times. 12:32:10 10 So I don't know if -- if they're asked of 11 production of these products in Spain. 12 Q. Okay. Do you know when the -- the 13 manufacturer of these products was terminated -- 14 A. No. 12:32:20 15 Q. -- or reduced by Belmac? 16 A. No. I think it's -- it's little by 17 little was already -- 18 Q. It was -- would it be -- 19 A. I think so. 12:32:32 20 Q. -- fair to say that it was -- 21 A. Yeah. 22 Q. -- phased out?</p>

46 (Pages 178 to 181)

ESQUIRE DEPOSITION SERVICES  
1-866-619-3925

e70537fb-d96b-4

JT-A-748

## ESQUIRE DEPOSITION SERVICES

Page 182	Page 184
<p>12:32:35 1 A. Yeah, probably phased out or taken 2 again, taken back the production and taken back in 3 France. 4 Q. Okay. 12:32:40 5 A. Yeah. 6 Q. Do you know who decided to phase out 7 projection of -- of the drugs listed in Exhibits 15 8 through 18? 9 A. No. That's a strategy from Ethypharm 12:32:48 10 France from another company. 11 Q. From Ethypharm France, okay. 12 Do you know who at Ethypharm France made 13 the decision to phase out the production of these 14 drugs? 12:32:58 15 A. No, I can't tell exactly, but it's 16 always in the hands of Patrice Debrégeas and Gerard 17 Leduc in the end. 18 Q. Okay. Okay. 19 A. It's a question of reorganization of 12:33:07 20 the -- the plants. 21 Q. Okay. And just to -- to clarify for the 22 record, Ms. Joannesse, would you agree that all of</p>	<p>12:34:12 1 Pharmaceuticals is not a party to any of the 2 exhibits of 15 through 18? 3 A. Yes. 4 Q. And would you agree, as you mentioned 12:34:28 5 earlier, that you did not suggest to Mr. de Basilio 6 to include Bentley as a party in any agreements, 7 including Exhibits 15 through 18, that he signed 8 with Laboratorios Belmac in Spain? 9 A. Just considering the way you formulated 12:34:52 10 your question as saying any agreement, I can tell 11 on these one, no. 12 Q. These exhibits, 15 through 18? 13 A. Yes. 14 Q. Okay. How about the Omeprazole 12:35:01 15 contract, which I believe was marked as Exhibit 11? 16 A. Yes, the same, because it was done at 17 the same time. 18 Q. So, yes, as in -- 19 A. Just that -- 12:35:10 20 Q. -- you did not tell them to include -- 21 A. Just that the terms any in your 22 question --</p>
Page 183	Page 185
<p>12:33:14 1 the exhibits marked 15 through 18 were signed on 2 March 23rd of 2000? 3 A. That's what I can read. 4 Q. Is that what -- is that consistent with 12:33:23 5 what you see in front of you? 6 A. Yeah. 7 Q. Do you recall reviewing any of these 8 exhibits or seen any of these exhibits before they 9 were signed? 12:33:31 10 A. No. 11 Q. Would you agree that all of the exhibits 12 marked 15 through 18 were signed -- were between 13 Ethypharm S.A. Madrid represented by Mr. Adolfo de 14 Basilio and Laboratorios Belmac, Madrid, 12:33:50 15 represented by Adolfo Herrera? 16 A. Yes. 17 Q. Would you agree that Exhibits 15 through 18 18 were all signed by these two gentlemen, 19 Mr. de Basilio and Mr. Herrera, on behalf of 12:34:09 20 Ethypharm S.A. and Laboratorios Belmac? 21 A. Yes. 22 Q. Would you agree that Bentley</p>	<p>12:35:14 1 Q. Sure. 2 A. -- could refer to other contracts, and 3 those we have seen them until now. 4 Q. Sure. And what I -- so with regard to 12:35:26 5 Exhibits 11, the Omeprazole agreement signed on 6 March 23rd, 2000 -- 7 A. Mm-hmm. 8 Q. -- and Exhibits 15 through 18, is it, 9 then, to clarify for the record, your testimony 12:35:32 10 that you did not advise Mr. de Basilio to include 11 Bentley as a party alongside Laboratorios Belmac? 12 A. Yes. 13 Q. Okay. To your knowledge, did anyone 14 else at Ethypharm suggest to Mr. de Basilio that he 12:35:47 15 should include Bentley Pharmaceuticals, as a party, 16 alongside Laboratorios Belmac in Exhibits 11 or 15 17 through 18? 18 A. To my knowledge, no. 19 Q. To your knowledge was any intellectual 12:36:08 20 property concerning Vincamina, Aspirina, or 21 Piroxicam ever given to anyone from Ethypharm to 22 anyone at Laboratorios Belmac?</p>

47 (Pages 182 to 185)

ESQUIRE DEPOSITION SERVICES  
1-866-619-3925

e70537fb-d96b-

JT-A-749

## ESQUIRE DEPOSITION SERVICES

Page 186	Page 188
<p>12:36:18 1 A. Yes, there were -- there some know-how 2 in the formulation and the process, manufacturing 3 process, and this was included in the documents 4 which were handed for the manufacturer of the 12:36:28 5 products. 6 Q. And do you know to whom those documents 7 were handed at -- at Laboratorios Belmac? 8 A. No -- 9 Q. Okay. 12:36:34 10 A. -- not specifically. 11 Q. To your knowledge was it somebody at the 12 plant in Zaragoza that these documents were handed 13 to? 14 A. The people at the plant should have them 12:36:45 15 in order to perform the work. 16 Q. Okay. And was any intellectual property 17 or trade secrets regarding any of the drugs in 18 Exhibits -- Exhibits 15 through 18 ever given to 19 anyone at Bentley in the United States? 12:37:03 20 A. I can't tell. I don't know. 21 Q. Okay. So, to your knowledge, it was 22 not?</p>	<p>12:41:09 1 Q. Okay. You'll agree, then, that you were 2 copied in the e-mail sent to Roseline Joannesse? 3 A. Yes. 4 Q. Yeah, okay. Can you tell us the date of 12:41:17 5 that document? 6 A. Sixteenth of May 2001. 7 Q. Okay. And what is this document about? 8 A. It's about the draft of a new contract 9 between Ethypharm and Belmac. And Mr. -- 12:41:36 10 Mr. de Basilio is -- is arguing about the -- the 11 fact that the delay in the -- in the preparation of 12 this document was not his fault, and he -- he had 13 been considered as faulty in this respect. And he 14 gives the sequence of preparation of this contract 12:41:56 15 and asked if this document was already sent to 16 Mr. Murphy. And that's it. 17 Q. Mm-hmm. Now would you agree that in 18 May 16th of 2001 the document marked as Exhibit 11 19 had not yet -- had been signed? 12:42:18 20 A. Marked as exhibit, yes -- yes, yes, it 21 was signed, yes, obviously. 22 (Laughter.)</p>
Page 187	Page 189
<p>12:37:13 1 A. To my knowledge, I don't know. 2 MS. ABREU: Okay. I'd like to mark this 3 document for identification as Exhibit 19, I 4 believe. 12:37:50 5 MS. HIGGINS: Mm-hmm. 6 (Joannesse Deposition Exhibit No. 19 7 was marked for Identification.) 8 BY MS. ABREU: 9 Q. Ms. Joannesse, if you could take some 12:38:17 10 time to review Exhibit No. 19. 11 (Witness reviews document.) 12 Q. Have you seen the document marked as 13 Exhibit 19 before? 14 A. I don't remember. Yeah, probably, I 12:40:42 15 was. I saw it, yeah, because I was copied. I can 16 see, although there is a mistake in my name. 17 Q. Is that -- do you see where it says 18 Roseline Joannesse? 19 A. Roseline with double "n" so sometime it 12:40:59 20 doesn't work, but I -- probably I saw it from when 21 it was given to me at the time, yeah, because I was 22 copied in any case.</p>	<p>12:42:29 1 Q. Would you agree that that March 23rd 2 contract for the manufacturing of Omeprazole marked 3 as Exhibit 11 had not yet been canceled -- 4 A. Yes. 12:42:41 5 Q. -- by May 16th of -- 6 A. Yes. 7 Q. -- 2001? 8 Okay. What is your -- do you see on -- 9 in the first paragraph of this e-mail marked as 12:42:59 10 Exhibit 19 -- 11 A. Mm-hmm. 12 Q. -- do you see the phrase -- and if you 13 could please read it into the English transcript as 14 well, je suis d'accord su le fait de protéger nos 12:43:08 15 intérêts. 16 A. I agree with the fact that we should 17 protect our interests. 18 Q. Do you see -- what is your understanding 19 of what Mr. de Basilio meant when he said that? 12:43:25 20 A. What he meant is that he had the feeling 21 that the relationship between the two companies was 22 not protecting sufficiently the way -- the way we</p>

48 (Pages 186 to 189)

ESQUIRE DEPOSITION SERVICES  
1-866-619-3925

e70537fb-d96b-4

JT-A-750



## ESQUIRE DEPOSITION SERVICES

Page 190	Page 192
<p>12:43:44 1 were -- the agreements under which we were working 2 were not protecting sufficiently Ethypharm's 3 interests. 4 Q. Okay. And do you understand that phrase 12:43:52 5 to also refer to the agreement marked as Exhibit 11 6 as not sufficiently protecting Ethypharm's 7 interests? 8 A. I would think so, yeah. 9 Q. Could you please explain to me the last 12:44:06 10 sentence of that paragraph that starts with RJ. 11 A. Roseline Joannesse. 12 Q. Okay. And could you read that and 13 explain what SVP is as well, if you could read that 14 entire sentence in English. 12:44:16 15 A. RJ -- well, forward this -- yeah, the 16 trans -- the translation is -- is not exactly the 17 meaning. 18 What is -- what is meant is Roseline 19 please tell him to -- to revise the text rapidly, 12:44:47 20 please. And tell him that I'm going to -- to be -- 21 to be -- I'm trying to find the words. 22 THE INTERPRETER: Upset.</p>	<p>12:45:54 1 2000. 2 Q. Mm-hmm. Do you recall being asked to 3 prepare such an agreement? 4 A. Probably. I don't recall very precisely 12:46:02 5 the moment I was asked to prepare it, but I 6 apparently was asked to prepare it, yeah. 7 Q. So you recall what it is that they asked 8 you to prepare? 9 A. Well, the type of contract was certainly 12:46:14 10 a global contract, the type of contract we have 11 always been willing to have, summarizing the 12 cooperation between the two groups of company. 13 Q. And when you mean a global contract, 14 what do you mean by that? 12:46:28 15 A. Well, something which recognize exactly 16 what everyone is doing and what especially that we 17 have -- when we had wrote to Belmac, the know-how, 18 the technology, the recognition that all these did 19 not belong to Belmac, situation of machines and all 12:46:52 20 the things, which were discussed in principal, the 21 agreement in principal, which was not put in -- in 22 writing.</p>
Page 191	Page 193
<p>12:45:04 1 THE WITNESS: Upset, yeah, I that was 2 not sufficient. 3 THE INTERPRETER: Yeah. 4 THE WITNESS: I'll be upset very soon. 12:45:06 5 BY MS. ABREU: 6 Q. Okay. And who is SVP? That they ask 7 you to forward to? 8 A. SVP is please. 9 Q. Oh, okay. SVP. 12:45:12 10 A. SVP. 11 Q. Okay. And does this -- this quotation 12 of -- said that he would be upset soon, is that 13 Mr. Debrégeas? 14 A. Yes. Mr. Debrégeas say he will be very 12:45:21 15 upset if he doesn't move forward more rapidly. 16 Q. Okay. And do you see in -- in -- could 17 you please read the second paragraph to us. 18 A. During the first week of April, 19 Mr. Álvarez, during the meeting with Mr. Debrégeas, 12:45:44 20 and talking about the contractor situation was 21 Belmac asked Roseline Joannesse to prepare an 22 agreement that I was waiting since November 22nd,</p>	<p>12:46:59 1 Q. Okay. And when you -- you refer to the 2 situation, the machines, do you refer to the 3 machines set up or installed in the Zaragoza 4 facility -- 12:47:08 5 A. Yes. 6 Q. -- of Belmac? 7 A. Yes. 8 Q. Okay. And where he says that he -- the 9 last sentence, could you please read the last 12:47:24 10 sentence of that e-mail to us in English. 11 A. I ignore if this document has been sent 12 to Mr. Murphy, but I would like to know who has 13 released the rumor of the delay of one month. 14 Q. Okay. And when he said this document, 12:47:47 15 does -- what -- what is your understanding of what 16 that refers to? 17 A. The contract. 18 Q. The -- the draft contract? 19 A. The draft of the contract. 12:47:56 20 Q. Is this the draft that they -- said that 21 they were waiting for you to draft? 22 A. Yes, yes.</p>

49 (Pages 190 to 193)

ESQUIRE DEPOSITION SERVICES  
1-866-619-3925

e70537fb-d96b-4

JT-A-751

## ESQUIRE DEPOSITION SERVICES

Page 194	Page 196
<p>12:48:01 1 Q. Okay. Do you recall who asked you to --</p> <p>2 to send that draft to Mr. Murphy?</p> <p>3 A. Yes. Mr. Debrégeas and Mr. Leduc.</p> <p>4 Q. And did they tell you why they wanted</p> <p>12:48:13 5 to -- you to send that to Mr. Murphy?</p> <p>6 A. Because when they had to speak about the</p> <p>7 strategy or -- well, the cooperation between the</p> <p>8 two companies, everything was going to Mr. Murphy.</p> <p>9 They spoke -- they were speaking directly to</p> <p>12:48:30 10 Mr. Murphy.</p> <p>11 Q. Okay. And when you say between the two</p> <p>12 companies, you mean Ethypharm and Laboratorios</p> <p>13 Belmac?</p> <p>14 A. No -- well, in fact, between Ethypharm</p> <p>12:48:41 15 and Bentley, Ethypharm S.A. Spain and Belmac Spain</p> <p>16 Q. Okay. I'd like you to show -- to show</p> <p>17 you -- let's go to the June 8, 2001 -- another</p> <p>18 document, which I will ask to be marked as</p> <p>19 Exhibit 20.</p> <p>12:49:12 20 (Joannesse Deposition Exhibit No. 20</p> <p>21 was marked for Identification.)</p> <p>22 THE WITNESS: Thank you.</p>	<p>12:50:52 1 Q. Do you recall when you began drafting</p> <p>2 it?</p> <p>3 A. Apparently, too late.</p> <p>4 (Laughter.)</p> <p>12:51:02 5 A. Because my -- well, since that -- well,</p> <p>6 there is an indication, which is the 1st of May --</p> <p>7 no, the 21st of May, 2001. So I don't know if it's</p> <p>8 really the very first draft. No, it's not the very</p> <p>9 first draft. So, probably, I drafted it in April</p> <p>12:51:25 10 or something like that.</p> <p>11 Q. Of 2001?</p> <p>12 A. 2001.</p> <p>13 Q. Okay.</p> <p>14 A. Yes. You can see a -- he -- he mentions</p> <p>12:51:31 15 he made some corrections. He -- he read the</p> <p>16 document before in April so probably it was</p> <p>17 prepared in April.</p> <p>18 Q. So is it your understanding that</p> <p>19 Exhibit 20 is the draft agreement to which</p> <p>12:51:42 20 Exhibit 19 refers?</p> <p>21 A. I think so, yes.</p> <p>22 Q. Okay. And is it your understanding,</p>
Page 195	Page 197
<p>12:50:10 1 BY MS. ABREU:</p> <p>2 Q. Ms. Joannesse, have you seen the</p> <p>3 document marked as Exhibit 20 before?</p> <p>4 A. Yes.</p> <p>12:50:14 5 Q. And when was the first time you saw the</p> <p>6 document marked as Exhibit 20?</p> <p>7 A. When I prepared it.</p> <p>8 Q. So you drafted this document?</p> <p>9 A. Yes.</p> <p>12:50:21 10 Q. Okay. Did anyone else assist you in</p> <p>11 drafting this document?</p> <p>12 A. Well, no. But obviously, this -- the</p> <p>13 terms were discussed with the management of the</p> <p>14 company, Mr. Patrice Debrégeas and Gérard Leduc.</p> <p>12:50:35 15 Q. Okay. So you drafted this and you</p> <p>16 discussed the terms with --</p> <p>17 A. Yes, yes.</p> <p>18 Q. -- Mr. Debrégeas and Mr. Leduc?</p> <p>19 A. Yes.</p> <p>12:50:45 20 Q. Okay. Did -- who asked you to draft</p> <p>21 this document?</p> <p>22 A. Mr. Debrégeas, Mr. Leduc.</p>	<p>12:51:48 1 then, that Exhibit 20 is also the draft agreement</p> <p>2 that Mr. Leduc and Mr. Debrégeas requested that you</p> <p>3 forward it to Mr. Murphy as referred to in</p> <p>4 Exhibit 19?</p> <p>12:51:59 5 A. Yes.</p> <p>6 Q. Okay. And do you recall why</p> <p>7 Mr. Debrégeas and Mr. Leduc wanted you to draft</p> <p>8 this agreement?</p> <p>9 A. Well, as I -- as -- as mentioned by</p> <p>12:52:20 10 Mr. Leduc, I mean, it's to realize the relationship</p> <p>11 between Ethypharm and -- and Belmac, because, I</p> <p>12 mean, we've been trying for several -- on several</p> <p>13 occasions to -- to have a global agreement, and we</p> <p>14 didn't succeed. Hence, all the small documents,</p> <p>12:52:41 15 which were assigned.</p> <p>16 Q. Okay. And just to clarify for the</p> <p>17 record, when you say, as mentioned by Mr. Leduc,</p> <p>18 were you looking at --</p> <p>19 A. The letter of -- addressed to Mr. Murphy</p> <p>12:52:51 20 and Bentley, dated June 8th, 2001.</p> <p>21 Q. And is that the page in Exhibit 20</p> <p>22 Bates-labeled EP 002011?</p>

50 (Pages 194 to 197)

ESQUIRE DEPOSITION SERVICES

1-866-619-3925

e70537fb-d96b-

JT-A-752

## ESQUIRE DEPOSITION SERVICES

Page 198	Page 200
<p>12:53:02 1 A. Right. 2 Q. Okay. And could you tell us, 3 Ms. Joannesse, what the -- this draft agreement is 4 about? 12:53:14 5 A. Yes. It's a technology license and 6 manufacturing agreement. 7 Q. And could you will please look at the 8 first page of that draft agreement and read to us 9 where it says between the undersigned? 12:53:30 10 A. Yes. 11 Q. Could you please read to us who the 12 undersigned are? 13 A. Ethypharm S.A. with corporate domicile 14 at Marques de la Ensenada in Madrid, a company 12:53:41 15 belonging to Ethypharm S.A. 21 ru Saint Matthieu, 16 Houdan, France, represented by its president 17 Mr. Patrice Debrégeas; and, on the other part, 18 Laboratorios Belmac, S.A. with corporate domicile 19 at C Montearagon 9, Spain, Madrid, a company 12:54:02 20 belonging to Bentley Pharmaceuticals Inc., 65 21 Lafayette Road, Third Floor, North Hampton, USA, 22 represented by its Executive Director Ms. -- Mr.</p>	<p>12:55:14 1 belonging to Bentley Pharmaceuticals -- 2 A. Mm-hmm. 3 Q. -- hereinafter called Belmac Represented 4 by its executive director Jim Murphy, could you 12:55:21 5 please tell us where it says that Mr. Murphy is 6 representing Bentley Pharmaceuticals? 7 A. I'd agree with you it's not mentioned as 8 such in the documents. 9 Q. Okay. And could you tell us what drugs 12:55:40 10 this document refers to? And perhaps Annex A might 11 be of help to you. 12 A. Yes. 13 It concerns the different products that 14 are manufactured by Belmac: Omeprazole, Piroxicam 12:55:52 15 Vincamine, Aspirine, Indomethacin, and 16 Lanzoprazole. 17 Q. And to your knowledge were those all the 18 pellet drugs that Belmac manufactured for Ethypharm 19 in Zaragoza? 12:56:13 20 A. Yes. 21 Q. Okay. And Ms. Joannesse, when you 22 drafted the sentence on page 1 that says</p>
Page 199	Page 201
<p>12:54:12 1 James R. Murphy. 2 Q. Okay. And I believe there was a line 3 above that that you may not have read into the 4 record. Could you -- 12:54:22 5 A. Hereinafter called Ethypharm and here 6 hereinafter called Bel -- Belmac. 7 Q. Okay. So is it your understanding, 8 then, that Mr. Murphy is Executive Director of 9 Belmac? 12:54:33 10 A. And Bentley. He's representing both. 11 He's the Executive Director of Belmac, but in the 12 present case, where -- they were effectively 13 signing on behalf of the company Belmac and 14 Ethypharm S.A. Spain respectively. 12:54:56 15 Q. Mm-hmm. 16 A. But we were -- it was an agreement 17 considering all companies -- 18 Q. Yeah. 19 A. -- or two companies were mentioned, the 12:55:05 20 two -- the mother company at the same time. 21 Q. Okay. Could you -- aside from the line 22 that says Laboratorios Belmac S.A., A company</p>	<p>12:56:33 1 Laboratorios Belmac, A company belonging to Bentley 2 Pharmaceuticals, what was your understanding of -- 3 of the phrase, A company belonging to Bentley 4 Pharmaceuticals? 12:56:48 5 A. Bentley Pharmaceuticals holds the 6 capital of Laboratorios Belmac, and is controlling. 7 Q. Is the shareholder both -- 8 A. Yeah -- 9 Q. -- Belmac -- 12:56:55 10 A. -- it's controlling there, Belmac. 11 Q. Did you understand at the time you 12 drafted this that Belmac was a subsidiary of 13 Bentley? 14 A. Yes. 12:57:05 15 Q. Okay. Do you know who was involved in 16 negotiating this agreement? 17 A. In this one? 18 Q. This -- I should say this draft, I 19 apologize. 12:57:20 20 A. This draft, yes. Normally, it was James 21 Murphy who was the first person to comment on it. 22 Q. Mm-hmm.</p>

51 (Pages 198 to 201)

ESQUIRE DEPOSITION SERVICES  
1-866-619-3925

e70537fb-d96b-4

JT-A-753



## ESQUIRE DEPOSITION SERVICES

Page 202		Page 204	
12:57:26	1 A. It was addressed first to him.	12:59:39	1 power for us, do you mean that it was your
	2 Q. And is this the letter that Mr. Gérard	2	understanding?
	3 Leduc sent to Mr. Murphy attaching the agreement --	3	A. That was my understanding, yes. And
	4 A. Yes.	4	each time we had litigation, he was the only one
12:57:36	5 Q. -- on June 8th, 2001?	12:59:49	5 who was able to -- to discuss with Gérard Leduc and
	6 A. Yes.	6	Patrice Debrégeas and take decisions --
	7 Q. Okay. And did Mr. Leduc send this to	7	Q. Mm-hmm.
	8 Mr. Murphy shortly after you had drafted this	8	A. -- in relation with Belmac -- to Belmac.
	9 agreement?	9	Q. Mm-hmm. Did Mr. Murphy ever tell you
12:57:50	10 A. I think so.	13:00:07	10 that Adolfo Herrera did not have the power to
	11 Q. To your knowledge was anyone else	11	negotiate agreements with --
	12 involved in the discussions about this draft?	12	A. I haven't personally talked to
	13 A. I don't know.	13	Mr. Murphy, so he never told me that, and I don't
	14 Q. On behalf of Ethypharm was Mr. Leduc	14	if he told it to anybody.
12:58:04	15 involved in the discussions regarding this draft?	13:00:17	15 Q. Okay. To your knowledge, did anyone
	16 A. Yes, yes. Mr. Leduc would have been	16	ever tell you that Mr. Murphy told them, anyone
	17 involved, yes.	17	else at Ethypharm ever tell you that Mr. Murphy
	18 Q. Anybody else to your knowledge?	18	told them that Mr. Herrera or any of the general
	19 A. Probably Patrice Debrégeas as well, if	19	managers of Belmac did not have the power to
12:58:16	20 needed, yeah.	13:00:32	20 negotiate agreements with Ethypharm?
	21 Q. Okay. Did you draft the letter from	21	A. Nobody told me. But I think Mr. Herrera
	22 Mr. Leduc to Mr. Murphy dated June 8th, 2001, that	22	was in the same position as Adolfo de Basilio.
Page 203		Page 205	
12:58:28	1 is the third page of Exhibit 20?	13:00:41	1 Q. As the general manager --
	2 A. No. I think Mr. Leduc drafted it and	2	A. As a general manager --
	3 sometime I was just rephrasing things, you know --	3	Q. -- of the subsidiary?
	4 Q. Okay.	4	A. -- of the subsidiary.
12:58:40	5 A. -- in English just to -- but the	13:00:47	5 Q. Okay. And you understood, did you not,
	6 content, the ideas, were given by Mr. Leduc.	6	that Mr. Murphy was the president of Laboratorios
	7 Q. Okay. Do you recall who at Ethypharm	7	Belmac?
	8 made the decision to send this draft agreement	8	A. I don't remember exactly his title, but
	9 marked as Exhibit 20 to Mr. Murphy?	9	it seems to be exactly the character in this one.
12:58:56	10 A. Mr. Leduc and Mr. Debrégeas.	13:00:55	10 Q. Of Laboratorios --
	11 Q. Did they ever tell you why they wanted	11	A. Yes.
	12 to send this Exhibit 20 to Mr. Murphy?	12	Q. -- Belmac?
	13 A. Because during all the discussions and	13	A. Yes.
	14 all the cooperation with -- between Ethypharm and	14	Q. Okay.
12:59:14	15 Belmac and Bentley, he was the one who was the --	13:00:58	15 A. It's probably something we checked at
	16 the -- who had the power to decide on this type of	16	the time.
	17 issue for us. I mean, that's --	17	Q. Okay. Was this a document -- this draft
	18 Q. Mm-hmm.	18	marked as Exhibit 20 ever signed?
	19 A. -- any time we had problem and any time	19	A. No.
12:59:32	20 we had to something major to discuss, not the daily	13:01:10	20 Q. Why not?
	21 business, we would refer to him.	21	A. Because we had no answer from Mr. Murphy
	22 Q. Mm-hmm. And when you say he had the	22	for the draft.

52 (Pages 202 to 205)

ESQUIRE DEPOSITION SERVICES

1-866-619-3925

e70537fb-d96b-

JT-A-754

## ESQUIRE DEPOSITION SERVICES

Page 206	Page 208
<p>13:01:14 1 Q. Oh, he never responded?</p> <p>2 A. No, not even telling, you know, I</p> <p>3 received or I'm not the -- the correct person to</p> <p>4 receive this type of document. If I recall very</p> <p>13:01:26 5 well, I sent one or two reminders asking for his</p> <p>6 comments with no answer.</p> <p>7 Q. Okay. And what did you do after</p> <p>8 Mr. Murphy never responded to the draft as</p> <p>9 Exhibit 20?</p> <p>13:01:44 10 A. I didn't do anything. I'm just trying</p> <p>11 to recall the sequence of events. I'm sorry.</p> <p>12 Q. No problem. Take your time.</p> <p>13 A. Yeah -- no, I didn't do anything.</p> <p>14 And -- and then after I think it's November when</p> <p>13:02:07 15 they terminated the other contracts. So that's</p> <p>16 probably why we didn't follow up afterwards.</p> <p>17 Q. Okay. I believe we need to change</p> <p>18 tapes, and we'll continue the questions after</p> <p>19 they've had a chance to do that?</p> <p>13:02:20 20 THE VIDEOGRAPHER: This ends tape number</p> <p>21 two of the Joannesse deposition.</p> <p>22 The time is 13:02:07.</p>	<p>13:03:46 1 A. That's correct.</p> <p>2 MS. ABREU: I would like to mark another</p> <p>3 document as -- for identification as Exhibit 21.</p> <p>4 (Joannesse Deposition Exhibit No. 21</p> <p>13:03:46 5 was marked for Identification.)</p> <p>6 BY MS. ABREU:</p> <p>7 Q. And if you could please review that.</p> <p>8 (Witness reviews document.)</p> <p>9 A. Yeah.</p> <p>13:04:14 10 Q. Ms. Joannesse, do you -- have you seen</p> <p>11 the documents marked as Exhibit 21 before?</p> <p>12 A. Yes.</p> <p>13 Q. Okay. And could you please tell us what</p> <p>14 Exhibit 21 is.</p> <p>13:04:22 15 A. Twenty-one is the -- the fax I sent to</p> <p>16 Mr. Murphy on September 17, 2001, in which I was</p> <p>17 asking him kindly to answer to my former faxes of</p> <p>18 June 8th and August 10th, 2001.</p> <p>19 Q. Okay. And do you understand -- is it</p> <p>13:04:43 20 your understanding that the faxes you refer to of</p> <p>21 June 8th is Exhibit 20?</p> <p>22 A. Yes, yes, sorry.</p>
Page 207	Page 209
<p>13:02:27 1 Off the record.</p> <p>2 (Whereupon, at 13:02:07 p.m., the</p> <p>3 videographer changed tapes, and the proceedings</p> <p>4 resumed at 13:02:53 p.m., this same day.</p> <p>13:02:59 5 THE VIDEOGRAPHER: On the record with</p> <p>6 tape number three of the testimony of Roseline</p> <p>7 Joannesse in the matter of Ethypharm versus Bentley</p> <p>8 Pharmaceuticals.</p> <p>9 The date is July 20th, 2006.</p> <p>13:03:10 10 The time is 13:02:53.</p> <p>11 EXAMINATION BY COUNSEL FOR THE DEFENDANT</p> <p>12 (Continued)</p> <p>13 BY MS. ABREU:</p> <p>14 Q. Okay. We're back on the record,</p> <p>13:03:17 15 Ms. Joannesse.</p> <p>16 You mention right before we went off the</p> <p>17 record that Mr. Murphy never responded to</p> <p>18 Mr. Leduc's letter of June 8th and the draft</p> <p>19 contract marked as Exhibit --</p> <p>13:03:29 20 A. Mm-hmm.</p> <p>21 Q. -- 20 despite the fact that you followed</p> <p>22 up and tried to get his attention; is that correct?</p>	<p>13:04:52 1 Q. Okay.</p> <p>2 A. Mm-hmm.</p> <p>3 Q. And the fax of August 10th, if you could</p> <p>4 please turn the page --</p> <p>13:04:59 5 A. Mm-hmm.</p> <p>6 Q. -- to page 2 of Exhibit 21 and tell me</p> <p>7 if that is the fax that you referred to?</p> <p>8 A. That's the fax I was referring to.</p> <p>9 Q. Okay. And what was the -- could you</p> <p>13:05:09 10 please read what the fax that you sent to</p> <p>11 Mr. Murphy on August 10th, 2001, states?</p> <p>12 A. Yes.</p> <p>13 It say, "Much to our surprise, we</p> <p>14 haven't received any answer to Mr. Leduc's letter</p> <p>13:05:23 15 of June 8th, 2001, which was sent to your attention</p> <p>16 both by fax and by express mail."</p> <p>17 Do you want me to read more?</p> <p>18 Q. Please.</p> <p>19 A. "Could you please let us have some news</p> <p>13:05:36 20 in this respect and potentially some dates in order</p> <p>21 to organize a meeting between our two companies."</p> <p>22 Q. Okay. So is it your recollection, then,</p>

53 (Pages 206 to 209)

ESQUIRE DEPOSITION SERVICES

1-866-619-3925

e70537fb-d96b-4

JT-A-755

## ESQUIRE DEPOSITION SERVICES

Page 210	Page 212
<p>13:05:47 1 Ms. Joannesse, that Mr. Murphy never responded to 2 Mr. Leduc's attempts to contact him -- 3 A. Yes. 4 Q. -- with regard to the draft of 13:05:55 5 Exhibit 20? 6 A. As far as I know, yes. 7 Q. Okay. As far as you know, okay. 8 I'd like to turn your attention back to 9 Exhibit 20 for a minute to the letter, the -- from 13:06:10 10 Mr. Leduc to Mr. Murphy dated June 8th, 2001. 11 A. Mm-hmm. 12 Q. The second to last paragraph, do you see 13 where it says, If you agree, we could meet, 14 preferably in Paris between the 3rd and 6th of 13:06:26 15 July 2001. 16 Do you know if such a meeting ever took 17 place? 18 A. No. We got no answer to the -- to the 19 fax. 13:06:34 20 Q. Okay. And if you could please turn to 21 page 2 of the draft agreement -- 22 A. Mm-hmm.</p>	<p>13:07:56 1 And what is your understanding of the 2 sentence, We have been -- Ethypharm and Belmac have 3 been cooperating since 1990? 4 Do you -- did you -- was it your 13:08:08 5 understanding that that phrase would refer to 6 Belmac's predecessor Laboratorios Rimafar as well? 7 A. Yes. 8 Q. And could you please turn to page 23 of 9 the draft agreement marked as Exhibit 20. 13:08:40 10 A. Twenty-? 11 Q. Three. 12 A. -- three. 13 Q. It's the -- it's labeled EP 002034. 14 A. Mm-hmm. 13:08:49 15 Q. And do you see where it says Clause 20 16 Notices? 17 A. Mm-hmm. 18 Q. And do you see where it says be of -- it 19 says, The notifications or communications derived 13:09:01 20 from this Agreement should be sent to the following 21 addresses and fax numbers." 22 And Clause b list an address for</p>
Page 211	Page 213
<p>13:06:53 1 Q. -- marked as Exhibit 20. 2 And do you see where it says 3 paragraph 3? 4 A. Mm-hmm. 13:06:59 5 Q. And I will read a portion that into -- 6 of that into the record. 7 It says, Ethypharm and Belmac have been 8 cooperating since 1990 for the manufacture, 9 control, and/or encapsulation and/or conditioning 13:07:13 10 in Belmac's premises of some of Ethypharm's 11 products, listed in Annex A. 12 Is it -- what is your understanding of 13 the word premises as referred to in Paragraph 3? 14 A. It's defined. 13:07:32 15 Q. Mm-hmm. 16 A. So there is a definition. And it's 17 defined in 1.8 page 5. 18 Q. Mm-hmm. 19 A. "Premises shall mean Belmac's factory 13:07:45 20 located at Zaragoza, Poligono Malpica Calle C 4 21 Spain." 22 Q. Great. Thank you.</p>	<p>13:09:08 1 Ethypharm S.A. Madrid to the attention of 2 Mr. Patrice Debrégeas -- 3 A. Mm-hmm. 4 Q. -- with copy do Ethypharm S.A. in Saint 13:09:18 5 Cloud, France -- 6 A. Mm-hmm. 7 Q. -- is that correct? 8 A. Yes. 9 Q. And do you see where it says For 13:09:22 10 Laboratorios Belmac in Clause a? 11 A. It doesn't say anything because it had 12 to be filled in. 13 Q. It had to be filled in? 14 A. Yeah. 13:09:30 15 Q. Okay. 16 A. So probably we would have this copy to 17 Bentley as well. 18 Q. Okay. 19 A. Yes. 13:09:33 20 Q. And is there anyplace in here that says 21 for Labor -- for Bentley, any contact information 22 for Bentley Pharmaceuticals?</p>

54 (Pages 210 to 213)

ESQUIRE DEPOSITION SERVICES  
1-866-619-3925

e70537fb-d96l

JT-A-756



## ESQUIRE DEPOSITION SERVICES

Page 214		Page 216	
13:09:41	1 A. It had to be filled in. So, I mean, no,	13:11:09	1 A. No.
	2 it's very frequent in a draft like that when you		2 Q. Okay. Did anyone from Belmac ever
	3 don't have all the elements of each party fill in		3 respond to this draft?
	4 where -- where the notice has to be sent --		4 A. Not as far as I know.
13:09:52	5 Q. Okay.	13:11:16	5 Q. Okay.
	6 A. -- so.		6 MS. ABREU: If I could have this
	7 Q. Why didn't pre-draft for Bentley?		7 document marked as Exhibit 22, please.
	8 A. I couldn't have done pre-drafted -- a		8 (Joannesse Deposition Exhibit No. 22
	9 pre-draft probably, but, I mean, I didn't do it --		9 was marked for Identification.)
13:10:03	10 Q. Okay.	13:12:11	10 (Witness reviews document.)
	11 A. -- so.		11 BY MS. ABREU:
	12 Q. Okay. And could you please turn to		12 Q. Ms. Joannesse, do you recall seeing
	13 page 26 of the draft agreement marked as		13 Exhibit 22 before?
	14 Exhibit 20, and that is, for clarity of the		14 A. I probably have seen it because I signed
13:10:16	15 record --	13:12:17	15 it so --
	16 A. Yeah.		16 Q. Okay.
	17 Q. -- EP 002037.		17 A. -- I sent it.
	18 And do you see the signature line that		18 Q. You sent if from your e-mail address at
	19 you drafted signed at Madrid --		19 Ethypharm --
13:10:25	20 A. Yes.	13:12:22	20 A. Yes.
	21 Q. -- of -- for Ethypharm S.A. Mr. Patrice		21 Q. -- to Mr. Herrera at Belmac?
	22 Debrégeas?		22 A. Yes, apparently, yeah.
Page 215		Page 217	
13:10:30	1 A. Mm-hmm.	13:12:26	1 Q. Okay. And do you agree that the date on
	2 Q. And for Belmac S.A., Mr. James Murphy --		2 that is March 21, 2002?
	3 A. Mm-hmm.		3 A. Yes.
	4 Q. -- Executive Director?		4 Q. And what is this about?
13:10:36	5 A. Mm-hmm.	13:12:38	5 A. I think it is in relation with another
	6 Q. Is there any a signature line for		6 agreement which was proposed by Belmac after a
	7 Bentley --		7 meeting in France, but that doesn't relate to the
	8 A. No.		8 one we have just seen.
	9 Q. -- by Mr. James Murphy?		9 Q. Okay. And when you say after a meeting
13:10:44	10 A. But this is -- mine was what we had put	13:13:07	10 in France, do you -- do you recall whether that
	11 on the first page.		11 meeting took place approximately in February of
	12 Q. Okay.		12 2002?
	13 A. So, I mean, the agreement is between the		13 A. I would imagine so.
	14 two companies, but it doesn't mean that the mother		14 Q. Okay. In Saint Cloud?
13:10:49	15 companies are not involved in the negotiation.	13:13:20	15 A. Yeah.
	16 Q. Okay. So the agreement is between		16 Q. Okay. And do you see where it says,
	17 Ethypharm S.A. and Belmac?		17 Please find attached -- "Dear Mr. Herrera, please
	18 A. And Belmac, yes.		18 find attached anticipated copy by e-mail of
	19 Q. Okay. Okay. Do you recall whether		19 Mr. Leduc's letter and of your revised proposal."
13:11:01	20 Mr. Herrera ever responded to this draft --	13:13:40	20 Is it your recollection that Mr. Herrera
	21 A. No.		21 revised a proposal that was drafted by Ethypharm
	22 Q. -- of Exhibit 20?		22 or --

55 (Pages 214 to 217)

ESQUIRE DEPOSITION SERVICES

1-866-619-3925

e70537fb-d96b-

JT-A-757

## ESQUIRE DEPOSITION SERVICES

Page 218	Page 220
<p>13:13:48 1 A. No, it's the -- it's the opposite. And 2 your revised proposal, and your revised proposal. 3 I don't know exactly what it refers. I 4 don't know if you have the attachment. It's 13:14:04 5 difficult for me to -- to know -- 6 Q. Sure. 7 A. -- because I know that I reviewed 8 something to propose something after the meeting, 9 which was so ministril (sic) as a supply agreement 13:14:16 10 only. 11 Now it's difficult for me to -- to say 12 exactly what it is all about. 13 Q. Okay. 14 MS. ABREU: Counsel, I believe we have 13:14:24 15 requested the attachments to this e-mail before, 16 and I would request that they please be produced in 17 time for me to question Ms. Roseline Joannesse this 18 afternoon. 19 We've requested this before at a prior 13:14:35 20 deposition, and they have not been forwarded to us. 21 BY MS. ABREU: 22 Q. Was it your recollection, Ms. Joannesse,</p>	<p>13:15:50 1 And we -- we were willing to -- to -- 2 to -- to -- I think there was further discussion to 3 make sure that we would continue the cooperation as 4 long as we needed it for our customers. 13:16:08 5 Q. Okay. And also just to clarify for the 6 record, as you -- you mentioned that you wanted to 7 discuss, and then you pointed to this with 8 Mr. Herrera, did you point to the document marked 9 as Exhibit 20? 13:16:22 10 A. This one (indicating) you mean? This? 11 Q. The one below that. You had pointed to 12 the document below that saying that you wanted to 13 discuss this with Mr. Herrera. 14 A. No, I said that -- I didn't say we 13:16:33 15 wanted -- or I mis -- mis -- I didn't express me 16 correctly. But -- 17 Q. Sure. 18 A. -- what I said we want -- that's the 19 type of agreement we wanted to sign with Belmac, 13:16:42 20 the one that was sent to Mr. Murphy. 21 Q. And is that the one marked as exhibit -- 22 A. As Exhibit 20 -- 20.</p>
Page 219	Page 221
<p>13:14:41 1 that -- did this letter refer to Exhibit 20 at all? 2 A. I don't know. Frankly, I don't know. 3 Q. Okay. 4 A. I -- I don't think so or maybe, but I 13:14:58 5 don't think so. I just don't know. 6 Q. Okay. 7 A. It's possible but, no, I don't think so. 8 Q. Okay. And do you recall -- 9 A. No. 13:15:13 10 Q. -- why you negotiated the drafts 11 referred to in Exhibit 22 with Mr. Herrera? 12 A. In fact, what we wanted to have this 13 draft discussed in the initial proposal, this 14 proposal, but I think, if I remember well, it came 13:15:33 15 back with -- it was after the termination of the -- 16 of the contract presented. Yes, it was after 17 termination of the Omeprazole contracts. 18 Q. And -- and by that, just to clarify for 19 the record, do you mean Exhibit 11? 13:15:48 20 A. Yes -- 21 Q. Okay. 22 A. -- I think so.</p>	<p>13:16:51 1 Q. Okay. 2 A. That's the one we -- we intended to -- 3 to sign, because it was recognizing a certain 4 number of things, especially in industrial 13:16:56 5 property. 6 Q. Okay. 7 A. Now if I recall, after the meeting, 8 we -- I think I got a mere supply agreement, which 9 was absolutely different from what we had proposed 13:17:11 10 initially -- 11 Q. And is this after the February -- 12 A. Yes, after -- 13 Q. -- 2002 meeting? 14 A. Yes, yes. 13:17:17 15 So that was not the same type of 16 document at all. 17 Q. And who sent you that supply agreement 18 after the meetings of February of 2002? 19 A. It came through Adolfo de Basilio. 13:17:34 20 Q. Okay. Do you know who gave it to 21 Mr. de Basilio? 22 A. I think it's Belmac.</p>

56 (Pages 218 to 221)

ESQUIRE DEPOSITION SERVICES  
1-866-619-3925

e70537fb-d96b-4

JT-A-758

## ESQUIRE DEPOSITION SERVICES

Page 222		Page 224	
13:17:41	1 Q. Mr. Herrera?	13:19:30	1 A. Yes, yes. And that's exactly what I was
	2 A. Yes.	2	telling you.
	3 Q. So your recollections were the draft	3	This is what we received after the
	4 contracts that were attached to the e-mail marked	4	meeting of February and there was -- there was a
13:17:49	5 as Exhibit 22 ever signed or executed by anyone at	13:19:42	5 problem of e-mails, because it came through the
	6 Belmac?	6	Spanish subsidiary and -- and it reached us very,
	7 A. No.	7	very late, more than two weeks late.
	8 Q. Okay. Were they ever signed or executed	8	I don't know what happened to the e-mail
	9 by anyone at Bentley?	9	system, and it was -- it was stuck in the e-mail
13:17:58	10 A. No.	13:20:00	10 system. And -- and -- well, we got it very late.
	11 Q. Okay.	11	Q. Mm-hmm.
	12 MS. ABREU: I'd like to have this	12	A. And, in fact, as -- as mentioned by
	13 document marked as Exhibit 23, please.	13	Mr. Leduc, this is a document in order to enable
	14 (Joannesse Deposition Exhibit No. 23	14	the product to continue to be manufactured in the
13:18:23	15 was marked for Identification.)	13:20:27	15 plant after termination of the -- of the -- the
	16 THE WITNESS: That's the document, this	16	other agreements because they -- we were faced with
	17 e-mail is referring to.	17	a problem with our customers and -- but that was
	18 BY MS. ABREU:	18	not the type of agreement we -- which corresponded
	19 Q. Oh, is it Exhibit 23?	19	to what had been discussed.
13:18:52	20 A. It's Exhibit 23.	13:20:40	20 And I made modification in this text,
	21 Q. Okay. And is that -- to your	21	which are underlined to improve it a little bit and
	22 recollection is Exhibit 23 the document that was	22	to -- to cover -- it would better our interest
Page 223		Page 225	
13:18:54	1 attached to that e-mail?	13:20:56	1 because it was really a, again, a small agreement.
	2 A. Yes.	2	Q. Sure. And just to clarify a couple of
	3 Q. Okay.	3	things, Ms. Joannesse, you testified that
	4 A. You can see it because -- and then	4	Mr. Leduc, in the letter dated March 21, 2002,
13:18:57	5 you'll see the first Word document is called	13:21:14	5 marked as Exhibit 21, referred to the attached
	6 Belmac020321.	6	draft manufacturing agreement for the product.
	7 Q. Mm-hmm.	7	A. Mm-hmm.
	8 A. And it is the letter sent by Mr. Leduc,	8	Q. What do you mean by "the product"?
	9 a copy of the e-mail letter -- e-mail, the letter	9	A. Omeprazole and --
13:19:07	10 sent by Mr. Leduc.	13:21:26	10 Q. Okay.
	11 Q. Mm-hmm.	11	A. -- I don't remember what was inside.
	12 A. And the revised, it's the Suministro02B,	12	Yeah, so Omeprazole, you had a different
	13 it says, Supply Agreement.	13	set of -- of products: Indometacina, Piroxicam,
	14 Q. Okay. Thank you for clarifying that.	14	Aspirina, and Lanzoprazole. Always the same.
13:19:19	15 MR. GRACE: So I guess it has been	13:21:37	15 Q. Okay. And is that what is in the Annex
	16 produced.	16	to page 5 of Exhibit 23?
	17 MS. ABREU: Yeah.	17	A. Page 5, yes.
	18 BY MS. ABREU:	18	Q. Okay. And when you say the canceled --
	19 Q. Yeah. Thank you for clarifying that,	19	the one you said earlier the canceled --
13:19:23	20 Ms. Joannesse.	13:21:51	20 Exhibit 23, the cover letter from Mr. Leduc, also
	21 And have you seen these doc -- the	21	refers to -- they were attempting to negotiate this
	22 document marked as Exhibit 23 before?	22	to replace the other agreement that was cancelled.

57 (Pages 222 to 225)

ESQUIRE DEPOSITION SERVICES  
1-866-619-3925

e70537fb-d96b-

JT-A-759



## ESQUIRE DEPOSITION SERVICES

Page 226		Page 228	
13:22:01	1 Is that -- do you -- are you referring	13:24:11	1 protect --
	2 to Exhibit 11 when you mentioned the other		2 A. Mm-hmm.
	3 agreement?		3 Q. -- Ethypharm's interests on -- starting
	4 A. Yes, when -- because we had -- because		4 on the second page of Exhibit 23, okay?
13:22:11	5 the others had been canceled, the Exhibit 11 had	13:24:16	5 A. Mm-hmm.
	6 been canceled.		6 Q. Can you please tell us where it says,
	7 Q. Okay.		7 Entre, which I believe, and correct me if I'm
	8 A. We were faced with a situation where		8 wrong, means between --
	9 Belmac would not supply anymore -- would not		9 A. Mm-hmm.
13:22:25	10 manufacture any more of the products --	13:24:27	10 Q. -- in Spanish.
	11 Q. Okay.		11 Could you tell us who that agreement is
	12 A. -- of the customers.		12 between?
	13 Q. Okay. Thank you for clarifying that.		13 A. Yes. It's between Laboratorios Belmac
	14 Did you draft the cover letter for		14 S.A. Madrid, and Laboratorios Ethypharm industry
13:22:32	15 Mr. Leduc to Mr. Herrera, page 1 of Exhibit 23?	13:24:46	15 S.A., Houdan, France.
	16 A. Again, as I told you before, they were		16 Q. And who is representing Laboratorios
	17 drafting their own letter, and I would review the		17 Belmac S.A. Madrid?
	18 wording, particularly in English.		18 A. Mr. Herrera.
	19 Q. Okay. Do you recall reviewing the		19 Q. And who is representing Ethypharm
13:22:51	20 wording of this particular letter?	13:24:57	20 Industries in France?
	21 A. Most probably on this particular one.		21 A. Mr. Leduc --
	22 Q. And when you mentioned that -- you		22 Q. Okay.
Page 227		Page 229	
13:23:00	1 mentioned that the changes to the draft agreement	13:25:00	1 A. -- as president.
	2 that starts on the second page of Exhibit 23, you		2 Q. And could you please tell us,
	3 mentioned that you had made those changes.		3 Ms. Joannesse, where in this agreement you made a
	4 Did anyone request you to make those		4 revision to include Bentley Pharmaceuticals as a
13:23:14	5 changes?	13:25:13	5 party?
	6 A. There were -- the -- the agreement was		6 A. I didn't include Bentley because, again,
	7 submitted to me, and I considered it was not		7 it was a small manufacturing agreement.
	8 sufficient to cover our -- our interest in the --		8 Q. Okay. But you will agree, do you not,
	9 in the situation. So I made the changes. And each		9 as you mentioned earlier, that there was nothing,
13:23:29	10 time, when I was preparing the agreement like that,	13:25:26	10 no legal impediment to your including Bentley
	11 I would show it to Mr. Leduc who would agree, or		11 Pharmaceuticals alongside Laboratorios Belmac in
	12 not, to the changes I've made. That's usually it.		12 this draft?
	13 Q. Mm-hmm. Do you recall who gave you that		13 A. As I said before, as far as I know --
	14 agreement for you to review and revise?		14 Q. Okay.
13:23:45	15 A. Well, I told you it derived through	13:25:39	15 A. -- yes.
	16 Adolfo de Basilio. So probably Adolfo sent it		16 Q. Let's go back to the cover letter.
	17 directly to -- to me or to Mr. Leduc. I don't		17 Do you see where it says in paragraph 3,
	18 know. But, as I told you, we had -- I had a		18 As you know, we -- we view this as a most important
	19 problem, a technical problem, in getting this		19 matter and are asking our U.S. Attorney to review
13:24:00	20 agreement.	13:25:56	20 it?
	21 Q. Okay. And after you had revised this --		21 A. Mm-hmm.
	22 let's look at the revision that you made to		22 Q. What is your understanding of that

58 (Pages 226 to 229)

ESQUIRE DEPOSITION SERVICES

1-866-619-3925

e70537fb-d96f

JT-A-760